

A black and white portrait of Adam Yauch, looking directly at the camera with a neutral expression. He has short, dark hair and a light beard. He is wearing a dark-colored shirt and a necklace with a triangular pendant.

Rolling Stone

Issue 1158
June 7, 2012 >> \$4.99
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Chris Hobbs

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Chris Hobbs is the lead guitarist of St. Louis rock band Cavo. The band burst onto the scene in 2009 with their hit "Champagne" and have followed it up with new singles "Thick as Thieves" and "Circles." Look for the band on tour this summer and their new album, *Thick as Thieves*, is in stores now. cavomusic.com



Jason Hook

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Jason Hook is the guitarist of the melodic heavy-metal machine that is Five Finger Death Punch. Since forming in 2006, the band has spawned nine consecutive top ten singles within the "active rock radio" format. The band will be on tour in summer 2012 headlining the Trespass America Festival. Their third album, *American Capitalist*, is in stores now. fivefingerdeathpunch.com



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RS1158

"ALL THE NEWS THAT"

Gaga Takes Tokyo

Lady Gaga got some air in her dressing room after playing to 35,000 fans in Tokyo on an early stop of her Born This Way Ball Tour. Gaga tore through 23 songs on the biggest touring stage set ever built - a towering Gothic castle that takes 15 trucks to move - and went through dozens of costume changes (including a revamped meat dress). The tour hits the U.S. in January.

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ON THE COVER Adam Yauch photographed in Los Angeles on March 14th, 1994, by Marina Chavez.



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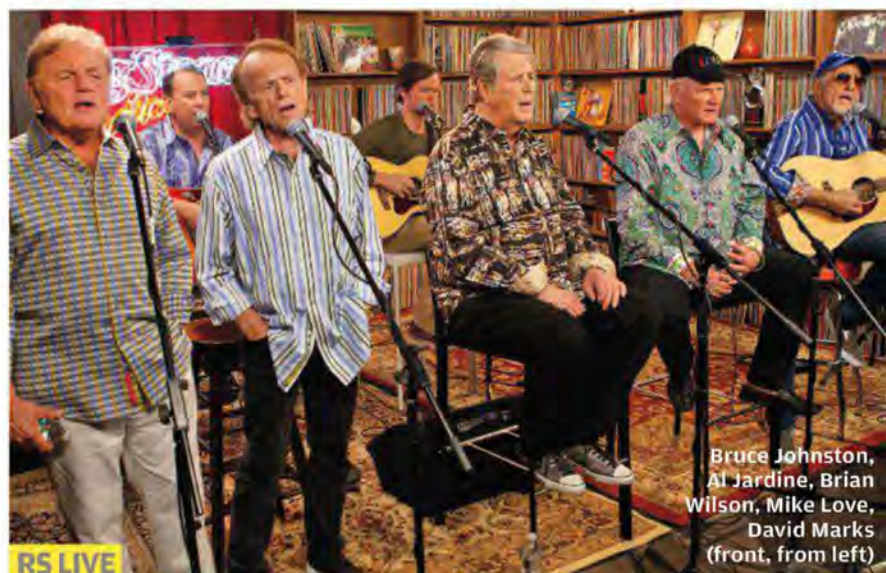
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Bruce Johnston,
Al Jardine, Brian
Wilson, Mike Love,
David Marks
(front, from left)

Beach Boys Unplug

The Beach Boys stopped by ROLLING STONE to talk about their 50th-anniversary reunion tour, demonstrate how they build their harmonies, and sing stripped-down versions of the classics "In My Room," "Surfer Girl" and "Surfin' USA."



INTERVIEW Aubrey Plaza Goes Off the Cuff

The rising star visits Peter Travers to talk about her role in *Parks and Rec* and show off her Judy Garland impression.

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PHOTOS

The Guitars That Shaped Rock

Check out photos of legendary guitars and the stars who played them, from Neil Young to Eric Clapton (above).



TV 'Game' Changers

HBO's *Game of Thrones* strays from George R.R. Martin's novels in significant ways. Our verdict on the most controversial changes.



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{ Love Letters & Advice }



Obama's Moment

"ROLLING STONE" NEVER disappoints. Your interview with President Obama ["Ready for the Fight," RS 1156] was fantastic and reiterated why I voted for him in '08 and will again in November. It is refreshing to see a president give interviews to magazines other than *Time* or *Newsweek*. Hopefully, your young readers will read it and be inspired to go out and vote in this crucial election.

Jeff Swanson, Everett, WA

"THESE MAY BE SECOND-term socks." Never has such a random selection of words given me so much hope. Put those socks on, Mr. President.

Sky Loos, Ashland, OR

WHILE I DON'T AGREE WITH most of President Obama's policies or politics, I did enjoy the interview and saw some humility there.

Reese Copeland, Yakima, WA

HERE'S THE REALITY: Millions of Americans are losing their homes, struggling to

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put food on their tables and are either underemployed or unemployed. To paraphrase the Who: "Meet the new boss, same as the old boss/We did get fooled again." Change we can believe in? Yeah, right.

Roy Dickinson, Fort Pierce, FL

OBAMA'S BEEN READING ROLLING STONE? His political, economic and social policies sure don't reflect it. Maybe he needs to pass his copies around to his staff.

Andrew Smith, Williamsburg, VA

I CAME AWAY FROM THIS interview thinking that Obama may be the most intelligent man ever to occupy the White House, and how important it is to keep him there for the next four years. Additional change requires additional years.

Tom Harding, Spokane, WA

Farewell, Levon

LEVON HELM IS AN INSPIRATION [RS 1156]. With the Band, he created some of the finest music ever, and after their demise, Levon established a glorious second life. His music will touch listeners for generations to come.

Larry Houck, McLean, VA

MAN, COULD LEVON CREATE a beat and sing from his heart! Woodstock will always be filled with the echo of his playing.

T.C. Turio, Boise, ID

WHEN LEVON HELM WAS diagnosed with cancer, he decided to throw all-night parties in his barn for the next 10 years. All true musicians, take note.

Conor Kilcullen, Philadelphia

WITH DEEP ROOTS, HARD times and quiet redemption, Helm was an American classic, his voice dripping with life.

Chris O'Hare, Streetsboro, OH

MY HUSBAND AND I RECENTLY attended a Midnight Ramble

at Levon's house. Though obviously ill, Helm sang, played and joked with his guests. The sense of fellowship and joy that filled the barn that night is something I'll never forget.

Deb Polis, Elkins Park, PA

Money v. Floyd

FLOYD MAYWEATHER IS proof that money cannot buy class ["The World According to Money," RS 1156]. We've heard these boasts before; he will earn my respect only if he shuts up and fights Pacquiao.

Jerry Soberano, Baltimore

I DON'T KNOW WHO PAUL Solotaroff is, but he's the only person I've seen go one-on-one with Money and not flinch. This piece covered every angle, from Mayweather's marketing genius to his philanthropy, making it a fair fight. But, in the end, the writer's spot-on character assessment wins the decision.

Drew Knudson, Kansas City, MO

AS A MAYWEATHER FAN, I have to say the story was very good. Money has worked hard to be in the number-one spot, so I don't understand how anyone would begrudge him the respect that he deserves. In a way, it was kind of fitting that he and President Obama were in the same issue since they're very similar. Both are intelligent, confident men who, despite their naysayers, were not afraid to bet on themselves.

Derrick Barnett
Washington, D.C.



R.I.P. King of All Wild Things

A look back at a classic Maurice Sendak RS cover story

In 1976, Jonathan Cott profiled the iconic illustrator and author Maurice Sendak, who died on May 8th at the age of 83. "I was miserable as a kid," Sendak told Cott. "I couldn't make friends, I stayed home and drew pictures. You know what they all thought of me? Sissy Maurice Sendak."

When Maurice Sendak was six years old, he and his 11-year-old brother, Jack, collaborated on a story called "They Were Inseparable," about a brother and sister who, Maurice says, "had a hankering for each other - it was a very naive and funny book. At the very end of the story, an accident occurs: The brother's in the hospital, they don't think he's going to recover, the sister comes rushing in, and they just grab each other and exclaim: 'We are inseparable!' Everybody rushes in to separate them as they jump out the win-

dow. You see, we *did* know dimly that there was something wrong. We were punishing them unconsciously."

From their earliest years, fear and anxiety are an intrinsic part of children's everyday lives, and it is through fantasy that they achieve catharsis. "It is my involvement with this inescapable fact of childhood," Sendak says, "the awful vulnerability of children and their struggle to make themselves King of All Wild Things - that gives my work whatever truth and passion it may have."

From RS 229, 1976

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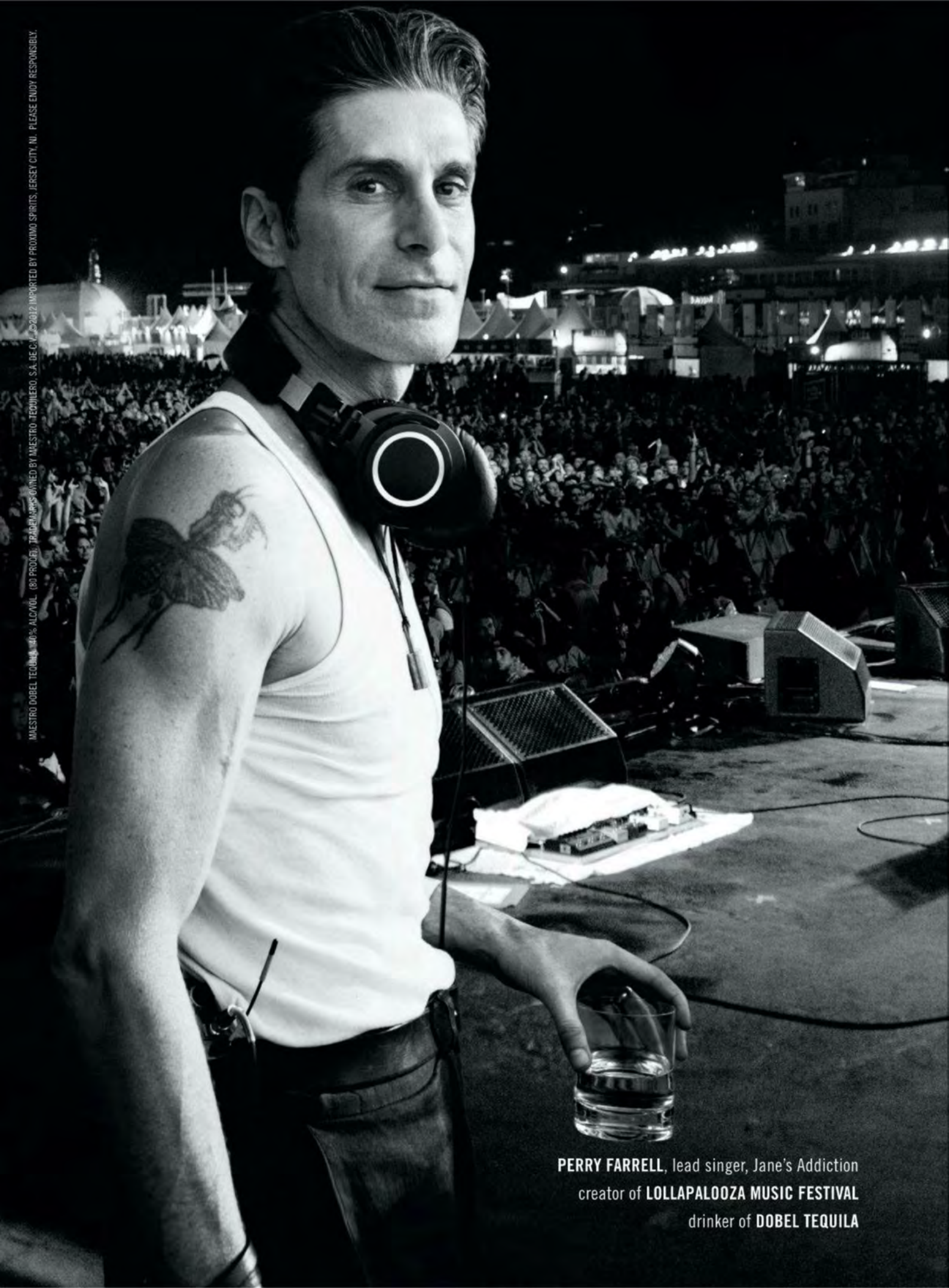
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Rock & Roll

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Summer
onstage in
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1948-2012

Donna Summer

**Disco's greatest diva -
and defining voice
of the era - dies at 63**

By Rob Tannenbaum

DONNA SUMMER, WHO topped dance, rock and R&B charts with some of the biggest hits of the Seventies and early Eighties, died of lung cancer on May 17th, 2012, at her home in Naples, Florida. She was 63.

Starting with 1975's "Love to Love You Baby," Summer became the defining voice of the disco era. She won five Grammys, and became a superstar with a string of hits including the proto-techno classic "I Feel Love" and four Number One smashes: "MacArthur Park," "Hot Stuff," "Bad Girls" and "No More Tears (Enough Is

Enough)." Summer was known as the "Queen of Disco," but her music ranged much farther - through rock, New Wave, R&B and gospel. "She was a very astute woman," says soul singer Chaka Khan. "I used to hate dance music, but I was im-

**"She championed
women and
empowered chicks,"
says Chaka Khan.**

pressed by what she sang about, how she championed women and empowered chicks."

Summer was born LaDonna Adrian Gaines, one of seven children in a Boston working-class family with "deep spiritual roots," as she wrote in

her 2003 memoir, *Ordinary Girl*. Her grandfather was a preacher, and Summer's parents were strict: "God forbid we did anything vulgar." Her father spanked her for using red nail polish, which, he told her, only prostitutes wore.

She sang in a gospel choir, trained in musical theater and traveled to Germany to appear in a production of *Hair*. While living in Munich, she married Austrian actor Helmuth Sommer, whose surname she adapted. Working with producer Giorgio Moroder, Summer cut the erotic "Love to Love You Baby," approaching the song "like an actress." She imagined herself as Marilyn Monroe, softly cooing lyrics like "Do it to me again and again." "My acting was done [Cont. on 18]

Stones Gather to Plot 50th Bash

**Inside the New York
rehearsals for
potential 2012 gig**

By Patrick Doyle

THE ROLLING STONES are strongly considering at least one live concert later this year to mark their 50th anniversary, Stones insiders tell ROLLING STONE. Sources add that the band is still considering a tour in 2013. "It looks like we are going to be doing more stuff," guitarist Ronnie Wood said recently at a U.K. awards show. "I am keeping October and November free - that's what I've been told." Adds Keith Richards, "We're open for anything. It all seems that things are moving forward."

The Stones began exploring possible options for their anniversary at a brief, informal jam session in London last December. Earlier this month, the band members gathered in New York for a full week of rehearsals - their first time playing together at such length since the final night of the marathon *Bigger Bang* tour at London's O2 arena in August 2007. "It was fantastic," Richards says of the New York rehearsals. "We played everything. Charlie Watts and the band were in top form. I realized it had been five years!"

After several days in New York, the Stones continued working across the Hudson River in Weehawken,

New Jersey. On the final day of rehearsals, they invited a film crew led by director Brett Morgen – best known for 2002's *The Kid Stays in the Picture* – to shoot footage for a documentary celebrating the group's anniversary, set for a fall release. With longtime sideman Chuck Leavell on keyboards and producer Don Was on bass (their usual bassist, Darryl Jones, left earlier in the week due to touring commitments), the Stones blasted through classics including "Beast of Burden," "Respectable," "Fool to Cry" and "Gimme

promoting," Morgen says. "It's not that often they sit down to do a two-hour interview about 1966." The film will include previously unseen footage and music from the Stones' official archives and private collections. "There's a ton of stuff just from '64 to '66 that's never seen the light of day," says Morgen. "It's an embarrassment of riches."

One big question remains: Will the band mount another massive world tour next year? "They don't want to do a tour," says a top concert-industry

"I'm fine, man," he tells *ROLLING STONE*. "All cool."

Richards' sometimes tempestuous relationship with Jagger is on better footing, too – in March, during an interview for Morgen's film, Richards apologized to Jagger for disrespectful comments in his 2010 memoir, *Life*. "Things are very, very cool," Richards says. "We operate very well together right now."

In addition to the anniversary preparations, the Stones are keeping busy with solo work. Jagger was set to host *Saturday Night Live*'s season finale May 19th backed by Arcade Fire, Foo Fighters and Jeff Beck (Richards plans to watch from home); Wood played a solo gig in Atlantic City in April with several veteran Stones sidemen; and Watts has booked a stand of New York shows in June and July for his jazz band. Richards, meanwhile, co-produced an album for Aaron Neville at New York's Electric Lady Studios in March, and continues to work with drummer Steve Jordan on a long-gestating solo project. "Everything starts off as an idea for the Stones," Richards says. "But if the Stones are not around, I'm gonna put 'em out or do something with them – you know what I mean?"

In December, Richards said he'd love for former bassist Wyman and guitarist Taylor to reunite with the Stones again to mark their 50th anniversary, and the offer still stands. "If it's a Stones thing, anybody who's a Stone is welcome," Richards says.

As the band rehearsed in Weehawken, Taylor was also in town, for a rare run of solo gigs at the Iridium Jazz Club, jamming on Stones cuts from "No Expectations" to "Can't You Hear Me Knocking?" Drinking a beer and smoking a cigarette outside a bar between gigs, Taylor says he's open to playing with the band for the first time in more than 30 years. "I actually have seen them quite a lot in London at the office," he says. "We go there for different things. Yes, we might play together. It's not really up to me – it's up to Mick Jagger. He's the driving force. But they can't afford to wait too long, though. Time is not on their side anymore, is it?"

IN THE NEWS

Van Halen postpone 31 summer tour dates

On May 17th, Van Halen abruptly pulled more than 30 planned shows from their schedule – including gigs in Milwaukee, Detroit and Cleveland – offering no explanation. The arena run, which kicked off in February, will now wrap three months



David Lee Roth

early on June 26th in New Orleans; no rescheduled dates have been announced. "The band is arguing like mad," says a source with knowledge of the tour. "They hate each other." The news took many in the concert industry by surprise, and several venue reps said that tickets for the arena dates had been selling well. "I have no fuckin' idea," says another source with knowledge of the tour. In other news, **Black Sabbath** drummer **Bill Ward** withdrew from the band's three reunion gigs this summer due to a contract dispute. "I have to stand for something," Ward said, "and as painful as it is, I'm doing it."

Jay-Z endorses marriage equality

Days after **President Obama** endorsed same-sex marriage rights, Jay-Z came out



Jay-Z

in support of marriage equality. "You can choose to love whoever you love," said the rapper, adding that bans like the one that recently passed in North Carolina are "no different than discriminating against blacks. It's discrimination, plain and simple."

Britney joins 'X Factor'; Sorkin pens Jobs biopic

Britney Spears will get a reported \$15 million payday to join the judges on **Simon Cowell**'s *American Idol* competitor, *The X Factor*. Disney star **Demi Lovato** has also been cast for



Spears

the Fox singing competition's second season this fall, along with Cowell and Epic chairman **L.A. Reid**. In other Hollywood news, *Social Network* screenwriter **Aaron Sorkin** is adapting **Walter Isaacson**'s 2011 bestselling book about **Steve Jobs** for a new film. "It can't be a straight-ahead biography," Sorkin said.

START ME UP

The Stones are rehearsing for possible shows.



"It was like playing in the garage," Richards says. "Maintenance check, you know?"

Shelter." The vibe was joyful, with Richards and Mick Jagger joking around and breaking into laughter between takes. "Someone would mention a song, and within the second run they had nailed it," Morgen says. "Having screened through 50 years of material over the last six months, I would rank it up there with anything I've ever heard from them. They were extremely tight."

"We just did it to get our chops together," Richards adds. "It was like playing in the garage. A maintenance check, you know?"

Morgen has also conducted more than 50 hours of interviews with the Stones for the film – including with former members Bill Wyman and Mick Taylor. "Most of the time the band is doing interviews, they're focused on what they're

source. "They just want to do some special dates in major markets." In that scenario, the Stones might play multi-night runs in major cities like London and Los Angeles. But Richards insists that a tour is still possible: "The door is open for anything."

If the group does choose to tour, industry sources say, it could top *A Bigger Bang*'s \$550 million gross. "If anything, they would probably be more relevant this time," adds the industry source. "There are not that many iconic bands this important with this kind of repertoire that can tour as a unit."

And while earlier tour discussions were tabled due to concerns about Richards' health, sources say the guitarist has been working seriously on getting in touring shape.

A man in a black wetsuit with green sleeves is surfing on a white surfboard, riding a wave. The water is a vibrant blue with white foam from the breaking wave.

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DONNA SUMMER

[Cont. from 15] well, and people believed the story I was acting," Summer said in 1979.

Neil Bogart, the shameless, marketing-savvy head of disco label Casablanca Records, heard "Love to Love You Baby" and instructed Moroder to expand the song from three minutes to 17. "You're crazy," Moroder supposedly retorted, but he complied – and the song was a breakthrough smash. Summer had found the song "very difficult" to record, and she later said, "There were times when I hated the...sex-goddess image."

When her subsequent records with Moroder and co-producer Pete Bellotte didn't match "Love to Love You Baby," Casablanca worried that she would become a one-hit wonder. The retro-sounding title track from her 1977 album *I Remember Yesterday* was a dud, until DJs began playing the B side, "I Feel Love," on which Moroder and Bellotte layered synthesizers, drum machines and other otherworldly electronic effects. When Brian Eno heard the record, he told David Bowie, "I have heard the sound of the future." He was right: "I Feel Love" is one of the building blocks of modern dance music, and its influence has never waned.

As Summer's fame grew, she struggled with depression. She began balancing anti-depressants with Valium, and "went through years of walking into rooms...unable to remember anyone's name because I was



When Eno heard "I Feel Love," he told Bowie, "I heard the sound of the future."

so out of it." In her memoir, Summer wrote about an aborted suicide attempt in a hotel room in 1976, after which she became a born-again Christian. "She always tried to convince us to be born-again," says Harold Faltermeyer, who co-wrote "Hot Stuff." "We weren't allowed to use the 'f-word' in the studio. She was a tough, strong woman."

In 1979, Summer recorded "Hot Stuff" with a rock solo from Steely Dan guitarist Jeff "Skunk" Baxter. She won a Grammy for Best Female Rock Vocal Performance, becoming the first winner of the then-new award. Albums like the double LP *Bad Girls* were packed with multipart suites that showed off Summer's songwriting chops and ambition.

Bruce Springsteen wrote "Cover Me" for Summer to sing, and after deciding to keep it for his *Born in the U.S.A.* album, he wrote her another one, "Protection," which Summer recorded with Quincy Jones in 1982. (Springsteen played guitar and sang backing vocals.) A year later, she released "She Works Hard for the Money," an uplifting song about the struggles of working women; it was an MTV hit.

Summer came to dislike the term "disco singer," which she felt minimized her range. "When I was younger, I would wear wild costumes and paint my face," she said in 2010. "I'd been in Europe for years, and I was doing a lot of strange things. If I'd been white, it would have been seen as 'cre-

ative.' But because I was black, they couldn't understand me having that level of creativity."

Neil Bogart's son Evan, a producer and songwriter, worked with his "Aunt Donna" on her final album, *Crayons*, which came out in 2008. "You can count on one or two hands the voices as big as hers," he says. And Bogart hears her influence in electronic acts from Chromeo to Daft Punk: "David Guetta specifically told me he wouldn't be doing what he's doing without 'I Feel Love.' Disco never died – it turned into dance music."

Like most friends, Bogart was unaware Summer had lung cancer; not even her agent at William Morris knew. "I saw her a year ago, and she looked great," Bogart says. One of the few people who knew was Michael Omartian, who co-wrote and produced "She Works Hard for the Money." He'd been diagnosed with lymphoma, and they both began treatment at Cedars-Sinai hospital in L.A. in 2011. "She was adamant about keeping it private," Omartian says. In the last two months of Summer's life, Omartian talked often with her husband of 31 years, songwriter Bruce Sudano, with whom she had two daughters. "He said, 'We're fighting, Mike, we're fighting.' Those were his words. 'We're planning on winning.'"

Summer was sure that one day her music would be understood as more than disco. "When people go back, they're gonna be like, 'Whoa,'" she said. "Where was her mind at? She was *out there!*" **PS**

TRIBUTE

Stax Bassist 'Duck' Dunn, Played on Immortal Soul Hits

BOOKER T. AND THE MGs bassist Donald "Duck" Dunn – whose low-end grooves on classics including Wilson Pickett's "In the Midnight Hour," Sam and Dave's "Hold On, I'm Coming" and Otis Redding's "(Sittin' on) The Dock of the Bay" helped define the sound of Sixties soul – died in his sleep on May 13th while on tour in Japan. He was 70.

Born in Memphis, Dunn bought his first bass at age 16. "I tried the guitar," he once recalled. "It was just too complicated, man!" Before long, he joined organist Booker T. Jones' legendary Stax Records house band, playing on countless hits. "He was so physically strong – we had such a solid



bottom with Duck," says Jones. "He's the only bass player of his kind."

Dunn went on to work with a wide range of stars including Bob Dylan, Eric Clapton, Jerry Lee Lewis, Neil Young, Rod Stewart and Tom Petty. "He played simply, but melodically and brilliantly," says Petty.

"The two greatest bass players that ever lived are Paul McCartney and Duck Dunn – he's on that level."

Like many session players of his era, Dunn was never properly compensated for the smash Stax singles he played on. "We were cheated a little bit," he later said. "But with the music and what I learned...it doesn't matter. I have no regrets." **AUSTIN SCAGGS**

RS PLAYLIST

OUR FAVORITE SONGS, ALBUMS AND VIDEOS RIGHT NOW



1 BEST COAST *The Only Place*
The Cali duo's second album, produced by SoCal sonic wizard Jon Brion, is a lovely blast of Brill Building-style pop amped with tons of tasty surf licks. Your summer road trip, barbecue, beach party or budding romance totally has a soundtrack.

2 WILLIE NELSON
"Just Breathe" (YouTube)
Willie's twangy, melancholy take on Pearl Jam's 2009 ballad is the killer cut from his new covers set, *Heroes*. This recent live performance of the tune, from a SiriusXM session, is even more of a tear-jerker.



3 GEORGE HARRISON
"All Things Must Pass" (Demo)
Harrison's new *Early Takes Volume 1* is full of revelatory demos. Best of all? This easygoing, Big Pink-ish version of the title track from his 1970 masterpiece.

4 DAVID CROSBY AND GRAHAM NASH
"What Are Their Names"
C&N cut this new version of Crosby's 1971 solo jam - out now on the new all-star *Occupy This Album* comp - live at Zuccotti Park.



7 FOSTER THE PEOPLE
"Houdini" video
In the stylishly creepy (and funny) clip for their latest single, the "Pumped Up Kicks" kids suffer a tragic rehearsal accident, then return to the stage as dancing cyborgs.



5 LEE BAINS III AND THE GLORY FIRES
"Opelika"
These Alabama Shakes tourmates offer their own loose-limbed take on rootsy Southern rock, with a jam that choogles like the second coming of Creedence.

6 AZEALIA BANKS
"Jumanji"
We've been wearing out this Harlem MC's smart-alecky single "212" since last fall. Her latest tune is even cooler, with a bananas steel-drum beat and a big dose of top-notch trash-talking.



CHECKING IN

Rita Wilson

The actress-turned-singer on her new LP of classic covers

Rita Wilson braced herself for a backlash when she announced her debut LP, *AM/FM*, which is packed with lovely versions of hits from her favorite artists, including Carole King ("Will You Love Me Tomorrow?") and Joni Mitchell ("River"). "I was fully prepared for the nastiest of the nastiest comments," says the actress. "But at this point in my life, I thought, 'You gotta get over it.'" Much to her surprise, her stripped-down covers have won rave reviews - including in *The New York Times*.



SECOND ACT Wilson loved singing as a child, but focused on her acting career instead. "Singing just took a back seat," she says. "Everyone I admired in music played piano or guitar and wrote their own songs. I didn't do any of those things, and didn't realize you could just be a singer."

ALL MY FRIENDS *AM/FM* includes duets with Sheryl Crow, Faith Hill, Patti Scialfa - and Chris Cornell on "All I Have to Do Is Dream," by the Everly Brothers. But Wilson was most psyched about Jimmy Webb, who plays on her version of his classic "Wichita Lineman." "I think of that song as an Edward Hopper painting - there's something stark and perfect about it," she says. "The thought that he would work with me was staggering. It sounded like he was an orchestra, not just his own two hands on the piano."

FAMILY MATTERS Wilson and husband Tom Hanks' 22-year-old son, Chester, recently launched a rap career under the name Chet Haze. "Our music is totally different," says Wilson. "But I like the rap music I've heard from my son - Lil Wayne, Kanye West and Jay-Z. I still wish rap wasn't as misogynistic as it tends to be. But I think they're getting a little better about it."

ANDY GREENE

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UNDER AFRICAN SKIES Simon onstage with Ladysmith Black Mambazo in 1987

Twenty-Five Years Later, Paul Simon Returns to 'Graceland'

Creativity, controversy and a landmark LP: Simon looks back

LAST JULY, PAUL SIMON finally came face to face with one of his fiercest critics. To commemorate the 25th anniversary of his historic album *Graceland*, Simon flew to Johannesburg, accompanied by filmmaker Joe Berlinger, best known for *Metallica: Some Kind of Monster* and the *Paradise Lost* docs. Berlinger set up an impromptu meeting between Simon and Dali Tambo, the anti-apartheid activist who had been a vocal critic of Simon—decrying his original trip to record with local players as a violation of the cultural boycott against the apartheid nation of South Africa.

Simon and Berlinger went to Tambo's house and the cameras rolled. "Actually talking to the person who represented the greatest objection to what went on and to tell him what we were thinking—that was interesting to me," Simon says. "He didn't change his position. He never really said, 'In retrospect, I agree with you.' I didn't change my position. All we said

is, 'Look, it worked out fine and that's great.' There is no remnant of 1987 at all."

Their intense (but collegial) back-and-forth is one of the most gripping moments in *Under African Skies*, Berlinger's film about the making of *Graceland*. Simon's label, Sony, had initially approached Simon about ways to celebrate the album's anniversary. From those discussions came the idea for a movie, a deluxe box

"The whole story of 'Graceland' has never been explored," says Simon.

set (which includes Berlinger's film plus live and demo recordings of cuts like "Diamonds on the Soles of Her Shoes" and "Homeless") and a reunion concert with the *Graceland* band, with a tour of Europe to follow this summer. Says Simon, "The whole story, the artistic side and the political side, had never really been fully explored."

It's easy to forget now that *Graceland*'s success was far from a given. Simon's 1983

album, *Hearts and Bones*, had peaked at Number 35, and he was searching for new musical directions. Inspiration arrived when a friend gave him *Gumboots: Accordion Jive Hits, Volume II*, a collection of township-jive recordings from Soweto. Instantly taken with the title song, Simon played it for Warner Bros. head Lenny Waronker, with Simon singing his own words on top of the instrumental track. "When it was over, I said, 'Paul, that's phenomenal—you could re-create that so easily with New York guys,'" Waronker says. "And he looked at me and said, 'No! I'm going down there!'"

With engineer Roy Halee, Simon traveled to Ovation Studios in Johannesburg in early 1985. A local manager helped Simon track down musicians, including the vocal group Ladysmith Black Mambazo and guitarist Ray Phiri. Most of the players didn't speak English and had to abide apartheid-era curfews, and at least one, bassist Bakithi Kumalo, had never even heard of Simon. "I came into the studio with just my bass and my greasy hands—I didn't have a case," recalls

Kumalo. "I thought he was going to ask us to play American music."

Instead, Simon jammed with the musicians on grooves similar to ones he'd heard on *Gumboots*, periodically stopping so he could mull over structures. "Some of the musicians weren't familiar with things like that," Kumalo says. "The guy who plays accordion on 'The Boy in the Bubble' had a hard time: 'Why are we playing this one song for, like, five hours? What's wrong with the song? Just sing the song!'"

Two weeks later, Simon returned to New York and began the painstaking process of editing the jams into songs. "Take three bars from here and put it there, take that guitar out, take that vocal out," Halee recalls. "Very, very complicated." For a time, Simon holed up at his Montauk, New York, home, adapting lyrics to the grooves.

Ultimately, the album's buoyant mix of South African rhythms and Simon's voice and lyrics proved unstoppable; *Graceland* went on to sell more than 14 million copies and win the Grammy for Album of the Year. "Outside of 'You Can Call Me Al,' there was no other obvious pop song on it," Waronker says. "But once it got going, forget it. It was the kind of record everyone wanted to have."

Yet even a quarter-century later, the attacks aimed at Simon by the anti-apartheid African National Congress still clearly strike a nerve. When asked if he would have done anything differently, the normally reflective Simon quickly retorts, "Impossible to say. I think the question is for the ANC: 'Would you have done anything differently?' It felt like, 'You really want to control us.' We weren't doing any damage. It was the opposite."

To Kumalo, the criticism still doesn't make sense. The bass player—who was used to earning \$5 a day for studio work—was paid \$500 a session for the nearly two weeks with Simon. "People who weren't involved saw it as a bad thing," says the bassist, who is still in Simon's band. "But Paul Simon loved the music and it helped all of us. I had to do what was right for me."

DAVID BROWNE

LOUISE GORIS



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IN THE STUDIO



PSYCHO KILLERS Guitarist Dave Keuning, Vannucci, bassist Mark Stoermer and Flowers (from left) in Vegas

Recording Fourth LP, the Killers Take the Hard Way

Inside the grueling, yearlong sessions for the Vegas crew's fall album

COMING UP IN LAS VEGAS, the Killers learned a trick or two from the casinos, like not having any clocks on their studio walls. They have spent the past year here working weekdays, noon to midnight, on their upcoming LP, *Battle Born*, and it's still not done. "It's living up to its title," says drummer Ronnie Vannucci Jr., sitting in the control room about a mile from the Strip. "This is our difficult fourth record."

After touring and recording nonstop from 2004 to 2010, the Killers took a year off to focus on side projects. "It was like being in training," says frontman Brandon Flowers. "I was keeping myself not just occupied, but ready." To better prepare himself for the Killers' return, he even took singing lessons. Flowers seems nervous as he says this, his right leg vibrating like a jackhammer. "We haven't done interviews in a while," he adds apologetically.

The band has brought in multiple A-list producers since reconvening - including Brendan O'Brien, Steve Lillywhite, Daniel Lanois, Björk collabora-

tor Damian Taylor and dance-music maven Stuart Price. "It's a little bit our fault," Flowers says. "We thought we would wait to see what the album was before we pulled the trigger on who we wanted." Adds Vannucci, "We're not used to splitting up our brains like that."

Yet for all the different hands on the soundboard, *Battle Born* always sounds like the Killers. "We write a very particular type of song when we get together," Flowers says. "So many

"This is our difficult fourth record," says drummer Ronnie Vannucci Jr.

people try to find something wrong with it, but I'm not embarrassed by it." Highlights like "Heart of a Girl," "Flesh and Bone" and "Carry Me Home" follow a familiar template - beginning slowly before exploding in a glitter bomb of guitars and huge vocals.

Another standout track, "Runaways," is a galloping arena-ready cut that dates back to the night of a bad gig in Santa Barbara, California, in 2009. Frustrated by the apathy of the crowd, the band returned to its tour bus to work

on the tune. Vannucci remembers, "We were like, 'Fuck that show, this song is great!'"

The Killers suffered a tragedy in late April, when saxophonist Tommy Marth, who played on their past two albums and joined them on tour, committed suicide. "He was a crazy motherfucker, but in a great way," Vannucci says. "He would joke about serious stuff, but always throw it into the comic realm. Nobody ever said, 'Tom, you OK, dude?' We wrote a new song a couple of weeks ago, and we were thinking about having him come in to play on that, but it never happened."

Battle Born (which is also what the Killers named their studio) takes its title from an unofficial nickname for their home state. "In a sense, all Americans are battle-born," Flowers says. "Our ancestors came here for something better."

For now, the band is still grinding away toward a tentative fall release date. "It gets harder as you get older," adds the singer, who turns 31 in June. "You want to put in the same effort, and find the same focus you had when you knew you didn't want to work at the casino anymore. We're working it out."

GAVIN EDWARDS

STUDIO NOTES

Zac Brown Band wrap laid-back new album

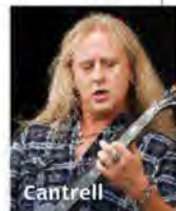
Last November, the Zac Brown Band began working out arrangements for their third LP, *Uncaged*, in the living room of frontman Zac Brown's house in north Georgia. "It used to be my uncle's house, now it's my spot," says the singer. "I've been going there since I was 12 - swimming in the river, tubing, playing - but this time it was really to roll up our sleeves and dive into the music." They went on to cut the disc, due out July 10th, at a converted church in Asheville, North Carolina, and at their friend Jimmy Buffett's Shrimboat studio in Key West, Florida. *Uncaged* delivers plenty of the band's signature feel-good country-rock vibes, and also dips into bluegrass and R&B. Brown traces the inspiration for the arena-size title track to rides on his motorcycle. "After being on the road playing music for 16 years, being outside of a car or a bus, having the wind on my face, looking up and actually seeing birds fly over and smelling the ocean really reminded me of how confined a space I've been in," he says. "I tried to capture that feeling." Brown also credits a 2011 U.K. tour with Kings of Leon with amping up the band's energy. "Watching them play to 70,000 people in Scotland definitely opened me up," he says. "It's really about grabbing people and not letting them go."



Brown

Alice in Chains hit the studio for raw new LP

The grunge heroes have begun work on their follow-up to 2009's *Black Gives Way to Blue*. "It's time to get to work - the material that we have is really interesting," says guitarist Jerry Cantrell. "It's an Alice record, for sure." This will be the band's second LP with singer William DuVall, who joined after the 2002 overdose death of frontman Layne Staley. "The last record had to deal with those things, and this is the next step," adds Cantrell. "It's always been our style to tell our story."



Cantrell

CLOCKWISE FROM TOP LEFT: DENISE TRUSCELLO; DAN HARRIS/SPASH NEWS; SAMIR HUSSEIN/GETTY IMAGES

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GENUINE SINCE 1937

Roger Waters

On ruling the road with 'The Wall,' missing his buddy Levon Helm, and the last time he dropped acid

By Austin Scaggs

SINCE 2010, ROGER WATERS HAS PLAYED nearly 200 shows around the world with *The Wall Live*, his solo tribute to Pink Floyd's 1979 classic. "When I wrote *The Wall*, I imagined that it was about me and my dad," says the Floyd bassist, whose World War II pilot father was shot down when Waters was five months old. These days, he sees the massive wall that gets built and destroyed onstage every night as a larger metaphor for the horror of war. "That story is much more important than mine," says Waters, 68, who is bringing *The Wall Live* to U.S. arenas and stadiums this spring and summer. "It makes it much more moving than I could have imagined 30 years ago."

Where are you, physically, when the bricks topple down every night?

I'm still onstage, shouting, "Tear down the wall!" I have a countdown in my earpiece; it starts at five, and I have three beats to get out of the way. At two, the first brick hits the stage, and then I go through a tunnel to backstage. I take my boots off and put my tennis shoes back on, get my trumpet, have a glass of water, and get ready to go back out front and sing "Outside the Wall."

Have you spoken to David Gilmour since he joined you a year ago in London on "Comfortably Numb"?

I don't think so. I've been on the move, and he lives a more sedentary life somewhere in southern England. That night, I thanked him, obviously, and we spoke, but not at any great length.

You've been pretty busy. Has your golf game suffered?

Terribly! I'm a 14.9 handicap.

What's your favorite record of the past 10 years?

Levon Helm's *Dirt Farmer*. Oh, how I miss him. What a man. Levon, Rick Danko and Garth Hudson helped you perform *The Wall* in Berlin in 1990. How'd that happen?

I invited them! I loved their music, and they were all absolutely amazing. Levon came up to me after the show. He scratched his beard and went, "Roger, I like your style, man. I want you to have my hat." He took off his Arkansas Razorbacks baseball cap and handed it to me. It's been my fishing hat ever since, and it's one of my most treasured possessions.

You told Howard Stern you've done acid twice: once on a Greek island, the other one you didn't say. Where was it?

In a club in downtown New York. It must have been around 1968. Before it kicked in, I managed to get back to my Howard Johnson motor lodge. When things got fucked up, I could not sit in that orange and green room.

I got halfway across Eighth Avenue and I got stuck, staring at the traffic lights. I stayed in a convenience store the rest of the night. I never did it again.

Have you thought about what happens after this tour?

On the last leg, I started writing a new song that may be the key to at least one more album. It's called

"If I Had Been God." I think I'm prepared to stick my head above this parapet—at my age, I care more about truth and less about being

shot at. I'm concerned now with extremist religious groups of all denominations.

Do you think Mitt Romney's religion will cost him votes?

The cynic in me loves that somewhere out there in the hinterland, people are considering even the faintest possibility of employing as the leader of this nation someone who wears magic underwear. I love that! It's beyond the comprehension of any sane man that this could even be hovering on the borderlines of what people consider acceptable. And strapping dogs to the roof of a car...

Good Lord!

If there was a Lord.



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Top Acts Radiohead, Red Hot Chili Peppers, Phish, Bon Iver, the Beach Boys, Avett Brothers

No other festival quite compares to Bonnaroo, which draws as many as 80,000 fans to camp out in the Tennessee hills for four days every summer. Something about the sprawling 700-acre site seems to inspire bands to play longer and harder than they would anywhere else: Neil Young and Crazy Horse blazed through three hours of nonstop classics in 2003, and My Morning Jacket rocked an unforgettable four-hour set in '08. This year, the 'Roo will bring 150 acts to 13 stages - including a big-name comedy tent featuring stand-up sets by Aziz Ansari and Steven Wright. "Generally, we don't even have an opening act when we tour by ourselves," says Phish's Page McConnell. "So it's nice to feel like part of a larger music community."

Don't Miss Whatever you do, make sure to catch Radiohead on Night Two - Thom Yorke raved about what a blast he had at their marathon 2006 performance here. Elsewhere on the bill, you'll find everyone from the Shins and Skrillex to Alice Cooper and (huh?) Kenny Rogers. And stick around for this year's Superjam, an annual Bonnaroo tradition where top acts throw down together on Night Three.

SUMMER HEATS UP

The season's 31 coolest tours and festivals, starring Madonna, Bruce, Metallica and so much Skrillex

Aerosmith

June 16th-August 8th

Tickets \$30-\$450

AEROSMITH WILL BE ON THE road all summer testing out tunes from their new album, due this fall. "We've also been talking about some other songs that our old fans want to hear, like [1974's] 'Woman of the World,'" says guitarist Joe Perry. "We're gonna bring them back to the table."

Fiona Apple

June 19th-July 29th

Tickets \$38-\$125

APPLE PREVIEWED HER FIRST major tour since 2007 with a handful of killer gigs this spring - showing off new vocal power on revamped old hits and debuting her intense new single, "Every Single Night." Count on more emotional fireworks this summer.

The Beach Boys

Through July 15th

Tickets \$25-\$250

"WE STILL HARMONIZE JUST AS good as we did 50 years ago," says Brian Wilson. At a recent New York gig, they tore through 45 tunes, from "Surfing Safari" to "Heroes and Villains" and beyond. Adds Mike Love, "Everybody is ready to go!"

The Black Keys

Through August 3rd

Tickets \$33-\$75

THE KEYS ARE ROCKING THEIR biggest crowds ever, with an

ALL-NIGHT BASS ODYSSEY

Electric Daisy Carnival

LAS VEGAS June 8th-10th Tickets \$275

Top Acts Avicii, Tiësto, David Guetta, Afrojack, Kaskade

Since moving from California to Vegas last year, Electric Daisy has certified its status as the wildest weekend in dance music. Upwards of 300,000 club kids are expected to descend on Sin City for three crazy nights of the biggest DJs and

Hetfield and bassist Robert Trujillo

METALLICA'S BIG BASH

Orion

ATLANTIC CITY June 23rd-24th

Tickets \$90-\$150

Top Acts Metallica, Arctic Monkeys, Avenged Sevenfold, Gaslight Anthem, Eric Church

Metallica are capping off their 30th year of head-banging glory with a two-day rager in Atlantic City. The metal giants will headline both nights - playing 1991's smash Black Album and 1984's thrash classic, *Ride the Lightning*, in full. All four band members took an active role in curating the fest - as

well as side attractions: Guitarist Kirk Hammett put together Kirk's Crypt, a display of his horror-flick memorabilia collection, and drummer Lars Ulrich is overseeing a film tent. "It's all in the love of what we do," says frontman James Hetfield. "Why would you not want to do this if you had the connections, the will and the people to put this together?"

Don't Miss The bandmates each selected opening acts that reflect their diverse tastes, spanning the map from up-and-coming metal monsters Torche to blissed-out indie-pop duo Best Coast to Nashville badass Eric Church. "I'm nervous," says Church. "We're so the outsider there - I don't know what the fuck is going to happen. But I love this about their idea. I'm on the bill, and even I'm going, 'Who the hell is that?'"

added benefit: "For the first time, we've experienced women flashing us," says Patrick Carney. "Only in Canada, though." They have shows booked through the end of the year. "I can't wait to see my new house," adds Carney, whose fiancée got the place while he was on the road. "I don't know what the fuck it looks like!"

from Dallas to Boston. Expect tons of big ballads ("The Scientist," "Clocks") and maybe a surprise cover: At a recent L.A. gig, they broke out a piano-based "Fight for Your Right (to Party)" for Adam Yauch.

Crosby, Stills and Nash

June 7th through October

Tickets \$20-\$126

"THIS IS PROBABLY THE best CSN show in 10 years," David Crosby says. "We have a smokin' band, a lot of spirit and a lot of strength." Ex-

pect plenty of harmony-soaked favorites, plus new tunes - including "Almost Gone," which Graham Nash wrote about accused whistle-blower Bradley Manning.

Dave Matthews Band

Through September

Tickets \$45-\$90

DMB MOSTLY TOOK LAST year off, but they're back to their road-warrior ways. Says violinist Boyd Tinsley, "Everybody is really excited to go back out there and rock the kids."

Coldplay

June 22nd-August 11th

Tickets \$27-\$112

THIS SUMMER, Coldplay's world tour hits arenas



most insane light shows on the planet. "We've put a lot of effort and money into our new production," says superstar Swedish DJ Avicii. "This is something no one's ever done before in electronic dance music - not even close." Adds trance legend Tiësto, "The scale of it makes Electric Daisy truly unique. It's the biggest dance festival in the U.S. Playing there is very special: The crowds always go wild."

Don't Miss The crazy, deep lineup beneath the headliners - from the mind-bending tech house of New York veteran Danny Tenaglia to the psychedelic grooves of hippie dance king Bassnectar.



RASPBERRY FUDGE CHUNK GREEK FROZEN YOGURT

Once upon a time, Zeus had a craving for a bowl of Greek yogurt, but Aphrodite had accidentally put it in the freezer. At first he was angry, but after adding raspberries and fudge chunks, Zeus found the frozen concoction to be fairly divine. So, he conjured up a pint, called it Raspberry Fudge Chunk Greek Frozen Yogurt and had it on the freezer shelves in three minutes. Because that's how it works when you're a god.

It's really Greekin' good.



**ALT-ROCK
EXPLOSION**

Carney (left)
and frontman
Dan Auerbach

Lollapalooza

CHICAGO
August 3rd-5th
Tickets \$75-\$230

Top Acts The Black Keys,
Black Sabbath, Red Hot Chili
Peppers, Jack White, Avicii

The original alt-rock extravaganza, which began as an all-star tour in 1991, turns 21 this year. "The number gives me validity,"

says founder Perry Farrell. "But to be honest, I still feel very young and immature, in a great way." More than 120 acts will invade eight huge stages in Grant Park - including the Farrell-curated dance stage, which has been expanded to hold 20,000 ravers.

Don't Miss Black Sabbath's only scheduled U.S. gig this year. "Hearing the riff to 'War Pigs' will

probably be the highlight of my life," says Farrell. A majorly eclectic mix of indie bands (the Shins, the War on Drugs), chart-toppers (fun., Florence and the Machine) and left-field acts like Chilean rock gods Los Jaivas rounds out the bill. And after the music ends every night, the party will rage on throughout Chicago. "At Coachella and Bonnaroo, there's nothing fun to do afterward," says the Black Keys' Patrick Carney. "Lollapalooza is one of the few festivals where you can get back into town and go out."

Florence and the Machine

July 21st-August 5th
Tickets \$25-\$90

"TOURING AMERICA IN THE summer is always so fun - it's great to be coming back!" says Florence Welch, who's been crisscrossing the globe all year in support of her band's drama-filled second LP, *Ceremonials*. "My break isn't coming till Christmas," adds the singer. "But it's good to be busy."

Kaskade

May 26th-August 13th
Tickets \$20-\$75

"YOU'RE GOING TO GET THE show of a lifetime," says the West Coast rave superstar, who's bringing a massive new light show to clubs and arenas. "I'm like, 'Man, we gotta make sure we don't blind them!'" Brace yourself for a barrage of monster beats - likely includ-

ing "Lick It," his collaboration with Skrillex. Adds Kaskade, "It's much more like a concert than a DJ set."

Madonna

August 28th through
November
Tickets \$45-\$355

MADGE'S LATEST GLOBAL-domination campaign is a closely guarded secret. But judging by her recent Super Bowl bash, audiences are in for a wild pop spectacle, balancing dance-floor dynamite from this year's *MDNA* with classic hits. "The first section is titled 'Transgression,'" she recently said. "Use your imagination."

My Morning Jacket

July 13th-August 26th
Tickets \$20-\$64

WHEN MMJ'S YEARLONG tour in support of 2011's *Cir-*

cuita returns to America this summer, set lists will depend on the band's mood. "Spiritually, you're not always sure what'll happen," says frontman Jim James. "Some nights, you're ready to rock - other nights, you're sick and tired and want to go into a dark groove."

Madonna



Phish

June 7th through September
Tickets \$42-\$60

THE JAM MASTERS PLAN TO break out at least 200 tunes at their gigs this summer. "The tours now are more fun and relaxed," says keyboardist Page McConnell. "The shows just fly by, and the hours do too."

Bonnie Raitt

Through October
Tickets \$25-\$126

"IT'S JUST THRILLING TO play with these guys again," Raitt says of reassembling her longtime backing band for her first major tour since 2009. Expect a healthy mix of old and new tunes - and maybe one of the bluesy Dylan covers from her latest LP, *Slipstream*. "The more records you have out," she adds, "the more daunting it is to make a set list."

Red Hot Chili Peppers

Through November
Tickets \$39-\$60

THE CHILIS ARE TAKING arenas by storm on their first tour with guitarist Josh Klinghoffer as a full member. "There's a gentleness to Josh," says frontman Anthony Kiedis. "But he's also a kid who likes to rock - and when he flips that switch, I love it." Recent gigs have included amped Chilis classics from "Give It Away" to "Californication," plus Neil Young and Robert Johnson covers. Says drummer Chad Smith, "The second record with Josh, after we tour? I look forward to that."

Bruce Springsteen

August 14th through
September
Tickets \$50-\$103

THE FIRST LEG OF THE E Street Band's *Wrecking Ball* tour focused heavily on newer material. Expect that to change when they return for a run of stadium gigs. "After you do 50, 60 shows," says guitarist Steve Van Zandt, "things tend to loosen up a little bit."

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Van Halen

Through June 26th

Tickets \$25-\$150

SET LISTS ON VAN HALEN'S massive 2012 tour have been running like clockwork: four songs each night from their new LP, *A Different Kind of Truth*, plus 19 super-amped classics from the original David Lee Roth era – including at least one wicked Eddie Van Halen solo that eventually turns into “Eruption.”

Roger Waters

Through July 14th

Tickets \$31-\$395

WATERS' HUGELY SUCCESSFUL *The Wall* tour is going bigger than ever, with stops at New York's Yankee Stadium and Boston's Fenway Park. Says Waters, “It's beyond anything I could have imagined.”

Jack White

Through August 12th

Tickets \$40-\$50

WHITE ASSEMBLED TWO bands for his first solo tour – one all gals, the other all guys. There's no telling which crew will be backing him up on any given night, and he refuses to write down set lists in advance. “There's a lot of dangerous stuff going on, and when that exists, the crowd can smell it,” White says. “Even the band doesn't know what's happening next.”

Wilco

Through September

Tickets \$25-\$65

JEFF TWEEDY PAYS CLOSE attention to fans' set-list requests via Wilco's website – but don't try stuffing the online ballot box. “Most nights, there are things that cry foul,” says the frontman. “There can't possibly be that many people who want to hear [2002 rarity] ‘Cars Can't Escape’ every night. I just don't believe it.”

CONTRIBUTORS

Steve Baltin, Patrick Doyle, David Fricke, Andy Greene, Brian Hiatt, Jeff Rosenthal, Austin Scaggs, Simon Vozick-Levinson



Skrillex

The Rest of the Fests

Governors Ball

New York

June 23rd-24th

Top Acts: Beck, Fiona Apple, Modest Mouse

Randall's Island – located between Manhattan and Queens – has become New York's go-to spot for outdoor shows and festivals. This



Apple

two-day, two-stage fest is looking like the best yet, packed with supercool acts like James Murphy, Major Lazer and Santigold.

Forecastle

Louisville, Kentucky

July 13th-14th

Top Acts: My Morning Jacket, Wilco, Sleight Bells

Now in its 10th year, the Louisville shindig is bigger than ever. Organizers marked the anniversary by inviting hometown heroes My Morning Jacket to help select a killer lineup of indie-leaning acts over three days.

Newport Folk Festival

Newport, Rhode Island

July 28th-29th

Top Acts: Jackson Browne, My Morning Jacket, Conor Oberst, Tom Morello

Newport's scenic Fort Adams State Park gets rocked (and strummed) during this weekend of sunny acoustic singalongs – plus louder acts, like Texas blues ace Gary Clark Jr. and Southern soul crew Alabama Shakes.

Hard Summer

Los Angeles

August 3rd-4th

Top Acts: Skrillex, Bloc Party, James Murphy

The sixth edition of the L.A. blowout brings together sound-system-shredding DJs (Skrillex, Boys Noize), underground MCs (Action Bronson, Danny Brown) and EDM-inflected indie acts (Bloc Party, Little Dragon). “It's geared toward being able to dance, but there are a lot of live bands as well,” says Skrillex. “It's probably the most diverse festival – they always choose their lineups tastefully.”

Outside Lands

San Francisco

August 10th-12th

Top Acts: Neil Young and Crazy Horse, Metallica, Stevie Wonder, Skrillex

Music-loving foodies descend on Golden Gate Park every August for food from the Bay Area's coolest restaurants, high-end wine options – and a seriously heavy-hitting lineup. “I played a festival with Stevie Wonder last year, and that was a trip,” adds Skrillex. “Pretty fucking cool!”

Made in America

Philadelphia

September 1st-2nd

Top Acts: Jay-Z

Jay-Z is both headlining and curating this new Labor Day fest, which

will feature 28 acts (unnamed at press time) across three stages. A portion of the proceeds will benefit United Way. “I'll probably get one of those silly headsets, just to look important,” says the rap king. “I don't really need it, but I'll just do that. Overall, have a good time. You'll see me with probably a beer in my hand, just enjoying the festivities and the music like everyone else.”

Bumbershoot

Seattle

September 1st-3rd

Top Acts: Jane's Addiction, Tony Bennett, Skrillex, Gotye

One of America's longest-running rock fests, Bumbershoot has developed a rep for crazily eclectic lineups. Where else do you get Tony Bennett and Skrillex in the same weekend?

Austin City Limits

Austin

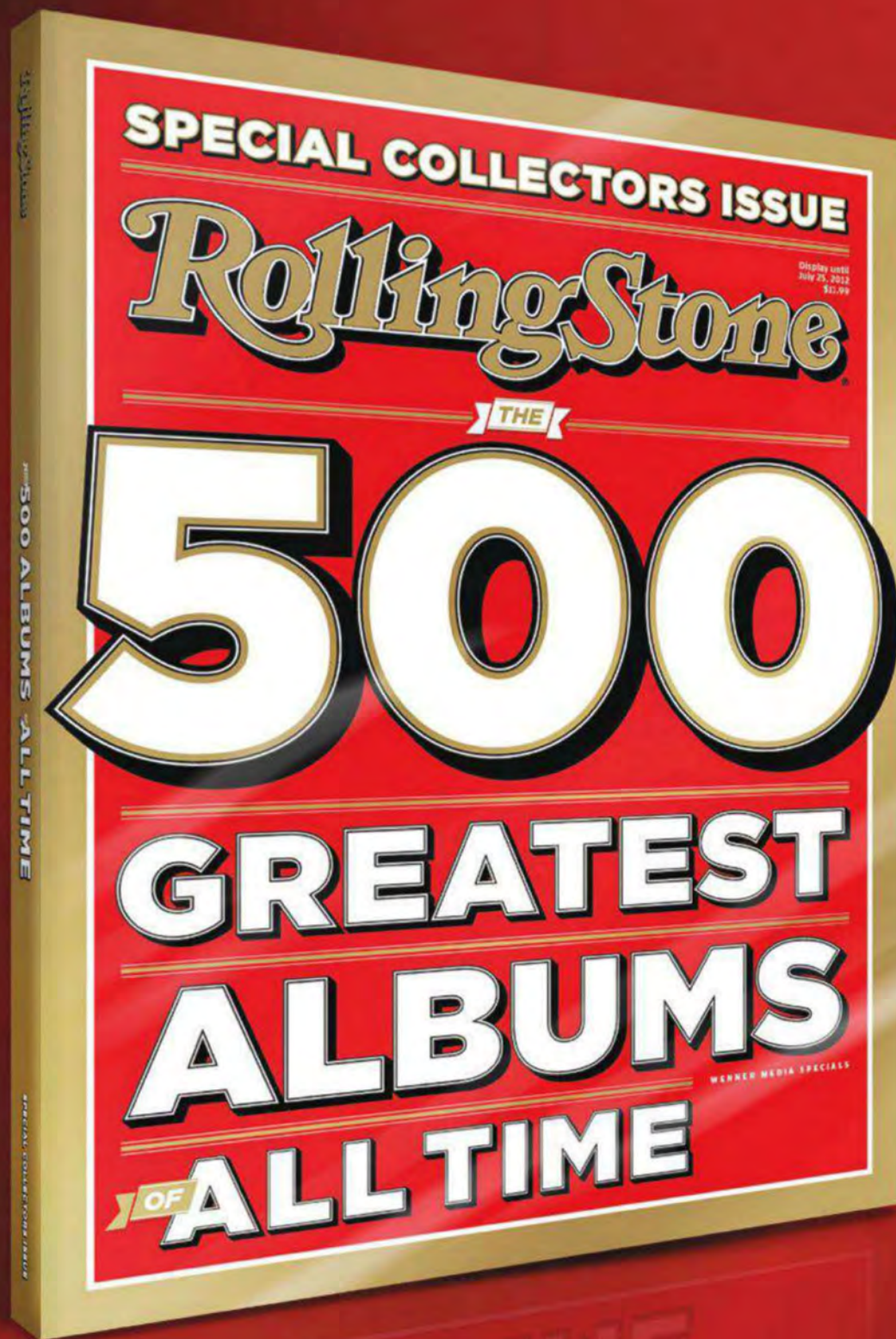
October 12th-14th

Top Acts: Red Hot Chili Peppers, Iggy and the Stooges, Alabama Shakes

This Texas bash rounds out festival season in October – with top rock acts playing eight big stages, including the family-friendly Austin Kiddie Limits.



Jay-Z



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Howard's Crazy Gamble

Howard Stern becoming a judge on 'America's Got Talent' may be the most baffling move in the shock jock's brilliant career **By Rob Sheffield**

IT'S A QUESTION THAT never gets old: What is Howard Stern thinking? He's spent decades building his own private empire as the King of All Media. So what does it mean now that he's a judge on

America's Got Talent
Mon., 8 p.m., Tues., 9 p.m., NBC

America's Got Talent? Why is he going on network TV to watch a family-friendly parade of jugglers, cloggers, magicians and break dancers? For the original shock jock, it's the most shocking move he could make. Which might be why he's making it. He can't resist messing with people's heads, including his own.

The weirdness here isn't the edgy comic who tones it down for Middle America—we've all seen that story before. No, this is something new: The guy who sweated his whole life building his own railroad is spending the summer shoveling coal on somebody else's train. This is Sherlock Holmes joining Scotland Yard. This is Dylan joining Jefferson Starship. This is like Elvis deciding to spend the Seventies playing Mr. Roper on *Three's Company*.

The most bizarre part of all? Stern is not merely brilliant on *America's Got Talent*—he actually looks like he's having fun. After all, these contestants are the dregs of showbiz, which means they're as desperate and driven as Stern himself. On some level, he has to see some of his own crazy in them. Like the guy whose whole act was sticking needles into his face. Stern said, "You remind me why I don't like people." And it sure sounded like a compliment.

Success on Stern's level means you never have to put up with anyone else's crap again. But that can be dangerous for a comedian, who needs that friction with real-live human beings. When Stern went to satellite radio in 2006, it looked like he might be seceding from planet Earth, like one of Newt's moon colonies, drifting off into his own comfort zone.

It was a high-risk move, and almost everybody who was paying attention predicted it would fail. Stern proved us all wrong. He not only kept his empire, he took it to new creative heights, and deserves mountains of respect for that. Since I was one of the many people who thought it wouldn't work, and since Stern

took offense to that on his show, I hope it isn't out of line to mention that it's always an honor to be proved wrong by the greats. At SiriusXM he's been at the top of his game, and his show has been stronger than ever. (Except maybe when he was calling me an asshole—but he was probably right about that too.)

It's strange to see Stern step outside the boundaries he's built and guarded so aggressively. In his *ROLLING STONE* interview last year, he admit-

ted he hides in the studio, with a shield of monitors to keep anyone from seeing his face. So watching him exposed on camera like this is like seeing Darth Vader take off his helmet in *Return of the Jedi*. He even hugged a contestant and got the dude's sweat all over him, a big deal for a notorious germaphobe.

It's equally interesting to see him function as a team player—especially on a team as neurotic as this one. If you read Howie Mandel's autobiography, *Here's the Deal: Don't Touch Me* (and I swear I'm not making that up), you might remember that it opens with Mandel's story of how his life was shattered when Stern goaded him into an anxiety attack on air. Now they're sitting at the table together, and who's the buffer in between? Sharon Osbourne. *Oooh*, dear. Stern's best line so far was for a tone-deaf girl singer: "Some fatherly advice—marry a rich guy. Sharon did, and it worked out fantastic." He and Mrs. Ozzy are going to have an interesting summer together.

Still, that burning question: Why is he doing this? In his *RS* interview, he confessed that time has done nothing to mellow his raw need for admiration, attention and approval. How can you have such Kleenex-thin skin when you're America's go-to guy for dishing out emotional abuse to the rich and famous? But that's the eternal Stern mystery, and anyone who's ever presumed to solve it has failed. Including, no doubt, Howard himself. **RS**

SHORT TAKE

The Original Family Feud

Hatfields & McCoys
May 28th, 9 p.m., History

The *Hatfields & McCoys* miniseries relies on the post-*Deadwood* eye for the morally blank brutality that ruled the American countryside after the Civil War. No good guys here: only cowboy hats, shotguns and indie-rock beards. Behind the beards, there's a crowd of Hollywood studs who look right at home on basic cable: Kevin Costner, Tom Berenger and Bill Paxton. And they have surprise on their side, because most folks don't really know what this

famously bloody family feud was about. The Hatfield men have cooler facial hair; the McCoy women have sharper cheekbones. After a few hours, you might even choose a side. It turns out I'm Team McCoy all the way. **R.S.**

Costner heads the Hatfield clan.



FROM TOP: NBC, KEVIN LYNCH/HISTORY

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"I got hit in the face with a tampon!" —One Direction's Harry Styles on his most embarrassing stage moment

Random Notes

The Lake Show

After hitting a three-pointer in an NBA playoff game to help put the Lakers past the Nuggets, Kobe Bryant celebrated with Justin Timberlake, who was sitting courtside with fiancée Jessica Biel. "I get his attention two plays before [he scored], and he winks - like, 'Watch this!'" a gleeful Timberlake Tweeted later. "Only #24 does that!"



JT and Kobe suffered an awkward handshake/high-five mishap.



IRISH SPRING

It's not easy being green, but Andre 3000 pulled it off on a recent trip to Dublin.



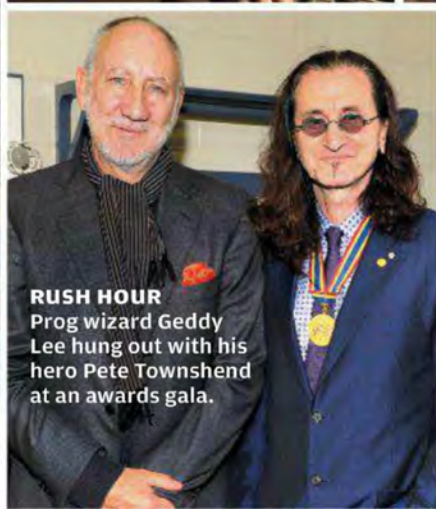
WILD ROVERS

Bono joined fellow Celtic soul brother Glen Hansard onstage at tiny New York club the Living Room.



CLASSICAL JESUS

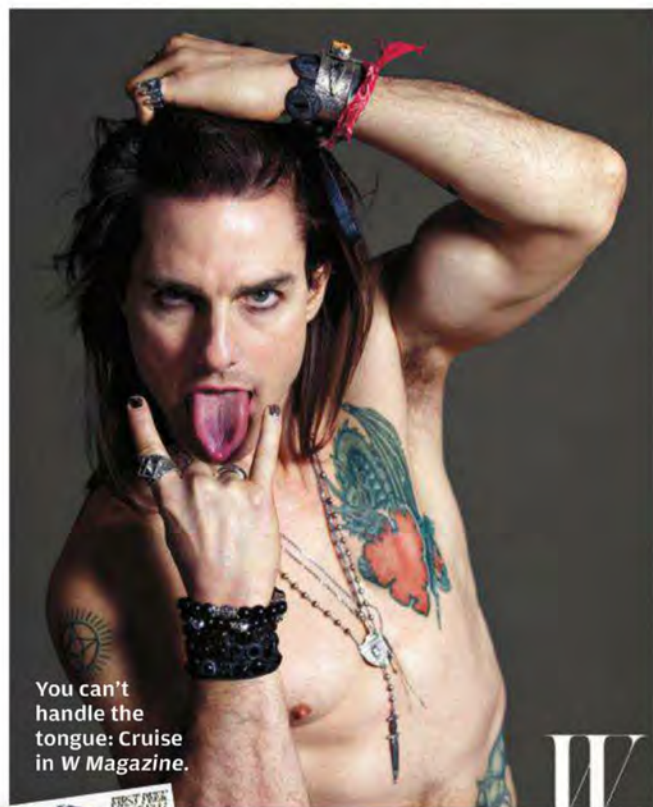
The Detroit Symphony Orchestra raised a cool million for backing Kid Rock on classics like "Cowboy."



RUSH HOUR

Prog wizard Geddy Lee hung out with his hero Pete Townshend at an awards gala.

CLOCKWISE FROM TOP: HARRY HOW/GETTY IMAGES; KEN SETTLE; 2: GEORGE PIMENTEL/WIREIMAGE; WENN.COM; PATRICK GLENNON



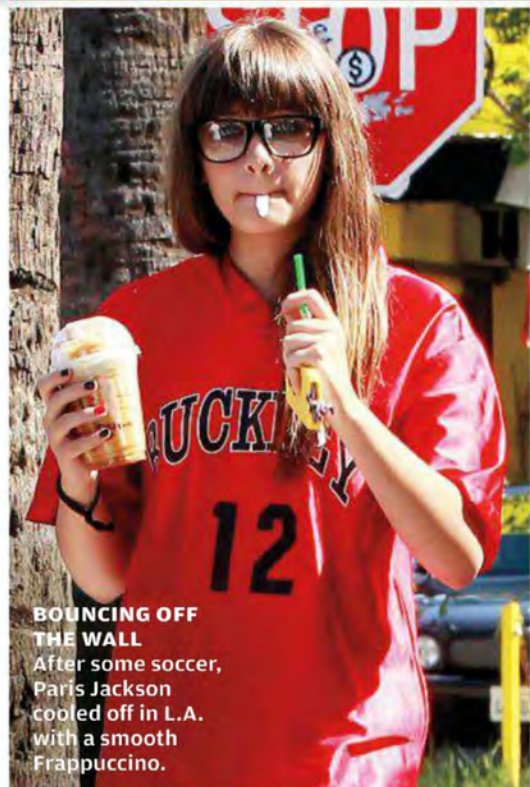
You can't handle the tongue: Cruise in *W* Magazine.

Tom: A Rock Opera

Tom Cruise learned guitar and hired Axl Rose's vocal coach to play a hair-metal star in the new film *Rock of Ages* - belting "Pour Some Sugar on Me" and "Paradise City." "I said, 'This is either going to work,'" Cruise said, "'or it's going to be dreadful.'"



A BIGGER BALL Mick Jagger and designer L'Wren Scott spent the night together at the Met Costume Gala in New York, where hip-hop It girl Azealia Banks whipped up a feline frenzy (top).



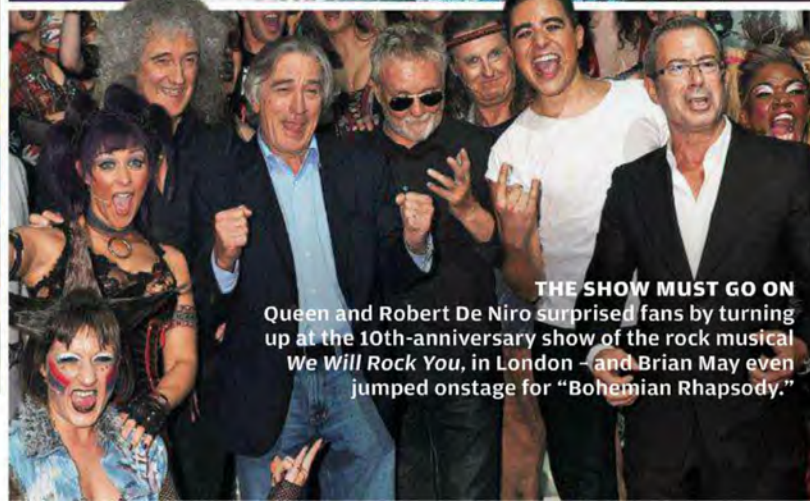
BOUNCING OFF THE WALL

After some soccer, Paris Jackson cooled off in L.A. with a smooth Frappuccino.



SHE AND LYNN

At the Grand Ole Opry, Loretta Lynn announced Zooey Deschanel will portray her in a Broadway version of *Coal Miner's Daughter*.



THE SHOW MUST GO ON

Queen and Robert De Niro surprised fans by turning up at the 10th-anniversary show of the rock musical *We Will Rock You*, in London - and Brian May even jumped onstage for "Bohemian Rhapsody."

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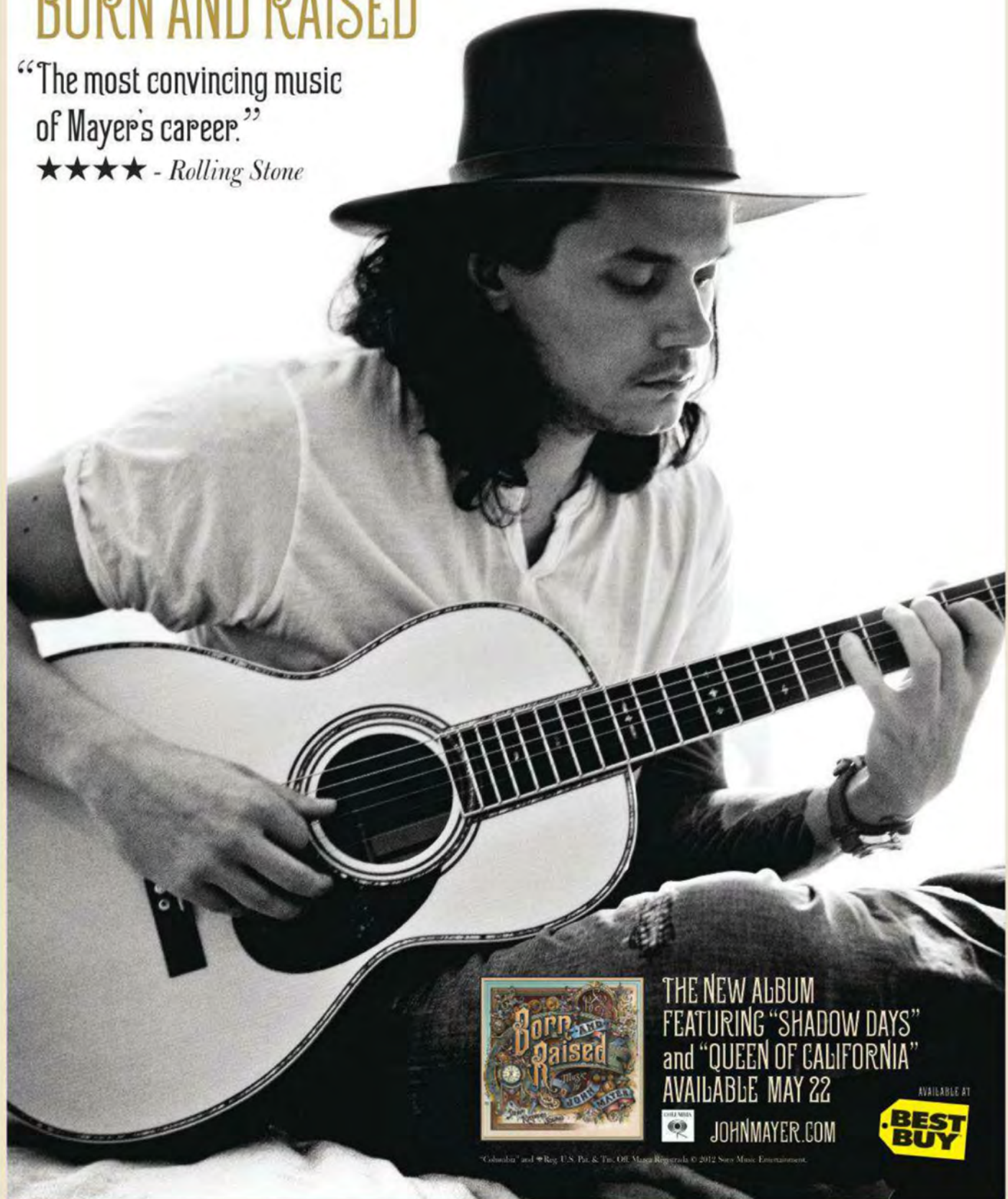
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Who's Behind Mitt?

Right-wing billionaires are trying to buy a Romney presidency – and they expect a big payoff on their investment

★ By Tim Dickinson ★

PRESIDENTIAL POLITICS HAS always been a rich man's game. But now, thanks to the Supreme Court ruling in *Citizens United* that upended decades of limits on campaign donations, financing a presidential race is the exclusive domain of the kind of megadonor whose portfolios make Mitt Romney look middle-class. "I have lots of money, and can give it legally now," Texas billionaire and top GOP moneyman Harold Simmons recently bragged to *The Wall Street Journal*. "Just never to Democrats."

In past elections, big donors like Simmons gave millions for advocacy groups like Swift Boat Veterans for Truth. By law, such groups were only allowed to run issue ads – but instead they directly targeted John Kerry, drawing big fines from the Federal Elections Commission. Now, with the blessing of the Supreme Court, the wealthy can legally hand out unlimited sums to groups that openly campaign

for a candidate, knowing that their "dark money" donations will be kept entirely secret. The billionaire Koch brothers, for instance, have reportedly pledged \$60 million to defeat President Obama this year – but their off-the-book contributions don't appear in any FEC filings.

Even more money from megadonors is flowing into newly created Super PACs, which, unlike advocacy groups, can spend every cent they raise on direct attacks on an opponent. Under the new rules, the richest men in America are plying candidates with donations far beyond what Congress intended. "They can still give the maximum \$2,500 directly to the campaign – and then turn around and give \$25 million to the Super PAC," says Trevor Potter, general counsel of the Campaign Legal Center. A single patron can now prop up an entire candidacy, as casino magnate Sheldon Adelson did with a \$20 million donation to the Super PAC backing Newt Gingrich.

The undisputed master of Super PAC money is Mitt Romney. In the primary season alone, Romney's rich friends invested \$52 million in his Super PAC, Restore Our Future – a number that's expected to more than double in the coming months. This unprecedented infusion of money from America's monied elites underscores the radical transformation of the Republican Party, which has made defending the interests of 0.0001 percent the basis of its entire platform. "Money buys power," the Nobel Prize-winning economist Paul Krugman observed recently, "and the increasing wealth of a tiny minority has effectively bought the allegiance of one of our two major political parties." In short, the political polarization and gridlock in Washington are a direct result of the GOP's capitulation to Big Money.

That capitulation is evident in Romney's campaign. Most of the megadonors backing his candidacy are elderly billionaires:

Their median age is 66, and their median wealth is \$1 billion. Each is looking for a payoff that will benefit his business interests, and they will all profit from Romney's pledge to eliminate inheritance taxes, extend the Bush tax cuts for the superwealthy – and then slash the top tax rate by another 20 percent. Romney has firmly joined the ranks of the economic nutcases who spout the lie of trickle-down economics. "Support from billionaires has always been the main thing keeping those charlatans and cranks in business," Krugman noted. "And now the same people effectively own a whole political party."

Here are the 16 donors who have given at least \$1 million each to elect Romney – and what they expect in return for their investment:

THE COKE DEALER William Koch



POSITION The "other" Koch brother, Bill sold his stake in Koch Industries to brothers David and Charles in the 1980s. He now runs Oxbow Carbon, a global dealer

in petroleum coke, a cement-manufacturing fuel that's high in climate-warming carbon dioxide.

AGE 72

FORTUNE \$4 billion (*Forbes* 400 rank: 81)

PAST DONATIONS Koch and his wife gave \$70,000 to House Speaker John Boehner last year. Boehner "looks out for business interests," a Koch deputy explained.

CURRENT DONATIONS Gave \$2 million to Romney's Super PAC, including \$250,000 in his own name, \$750,000 through Oxbow Carbon and another \$1 million

through a subsidiary. A sister company of Oxbow operates a Colorado mine that sells coal to the federal government – meaning that its campaign contribution is subsidized, in part, by taxpayers.

WHAT HE WANTS To pollute for free. Koch's fortune is tied up in some of the nation's dirtiest industries. He blasts the EPA, which has been trying to crack down on carbon pollution, as "hyperaggressive."

HOW HE LIVES His wine collection, which includes 40,000 bottles, is worth \$12 million. Owns a mansion in Palm Beach, a vacation villa in Cape Cod, four properties near Aspen worth \$47.5 million, and a cattle ranch in Colorado decorated with an Old West ghost town that he bought for \$3 million and moved to his land. Purchased the only known photograph of Billy the Kid.

THE WASTE BARON Harold Simmons



POSITION Traffics in toxic chemicals and hazardous waste as head of Contran; owns one of the world's largest producers of titanium. A former corporate raider nicknamed "Ice

Man," he pioneered the leveraged-buyout tactics that decimated American industry.

AGE 81

FORTUNE \$9.8 billion (*Forbes* rank: 33)

PAST DONATIONS Spent \$3 million to Swift-boat John Kerry in 2004, and another \$2.8 million in 2008 on "issue ads" linking Obama to Sixties radical Bill Ayers. "If we had run more ads," he lamented, "we could have killed Obama."

CURRENT DONATIONS Before backing Romney with \$800,000, Simmons made \$1 million bets on Rick Perry, Newt Gingrich

and Rick Santorum. His total giving of \$16.7 million makes him the GOP's second-largest investor after Adelson. Most of the cash went to American Crossroads, the Super PAC founded by Karl Rove that has close ties to the Romney campaign.

WHAT HE WANTS Plans to store radioactive waste from 36 states in an underground dump in Texas; has been sued repeatedly by the Justice Department for failing to clean up contaminated Superfund sites. Calls Obama "the most dangerous American alive, because he would eliminate free enterprise in this country."

HOW HE LIVES Doles out \$100 bills to pan-handlers. Jets between his coastal estate in California, his Arkansas ranch stocked with 35 bears and 100 elk, and his \$4 million mansion on a private lake in Dallas, surrounded by 17,000 tulips.

THE McMANSIONER Bob Perry



POSITION Owner of Perry Homes, a megabuilder of high-end sprawl in Texas

AGE 79

FORTUNE Estimated at \$600 million

PAST DONATIONS Spent \$4.5 million to Swift-boat John Kerry in 2004. A Texas good ol' boy, his relationship with Karl Rove stretches back 25 years. In the past decade, Perry has invested nearly \$80 million in political candidates, including \$7 million to American Crossroads in 2010.

CURRENT DONATIONS At \$4 million, "Bobby Jack" is the top donor to Romney's Super PAC – including a \$3 million lifeline in February, after Romney went for broke in Florida. The two have enjoyed profitable rela-

TOP, FROM LEFT: LAWRENCE LUCIER/FILMMAGIC; TOM FOX/DALLAS MORNING NEWS; CORBIS; MELISSA PHILLIP/HOUSTON CHRONICLE; AP IMAGES; BOTTOM, CLOCKWISE FROM TOP LEFT: AARON DAVIDSON/WIREIMAGE; JUSTIN SULLIVAN/GETTY IMAGES; GETTY IMAGES; 2. DIGITALLY ALTERED BY "ROLLING STONE"; NO CREDIT: PETER MARX/CCO; THE CANADIAN PRESS/AP IMAGES; AMANDINE ROCHE/GAMMA-RAPHOTO/GETTY IMAGES; NWS/"THE OREGONIAN"/LANDOV; JAN LANGSDON/PA/LANDOV; PHOTO ILLUSTRATION BY "ROLLING STONE"

THREAT ASSESSMENT

THE GOOD, THE BAD AND THE SCARY

Shaq gets his **doctorate** in education.

British Parliament: Rupert Murdoch **"not fit"** to run a global corporation.

Japan goes 100 percent **nuclear-free**.

Jay-Z's **Brooklyn Nets**

Harley washed away in Japanese tsunami recovered in Canada.

WITH US

Joe Biden gets **"over his skis"** on gay marriage.

Medical records reveal Hitler suffered **"uncontrollable flatulence."**

Solar-powered boat completes first around-the-world voyage.

Socialist wins in France: "My **real enemy** is the world of finance."

Nancy Pelosi denounces Obama's raids on **medical marijuana**.

Aung San Suu Kyi takes seat in Burmese parliament.

TOP: CLIPWICH FROM LEFT: STANLEY KUJAR, EUGENE MURPHY/GETTY IMAGES, NORM BETTE/GETTY IMAGES, BOTTOM: CLIPWICH FROM TOP LEFT: JAMES MABRY/WASHINGTON POST/GETTY IMAGES, MARY EVANS/GETTY IMAGES, RONALD GRANT/EVERETT COLLECTION, DIGITALLY ALTERED BY "ROLLING STONE", JASON FRIED/GETTY IMAGES, FRANCIS MILLER/TIME LIFE PICTURES/GETTY IMAGES, ABC NEWS, NO CREDIT: JERRY KOONTZ/GETTY IMAGES, DARRYL LENK/GETTY IMAGES, WARNER BROS., DAVID ARNY/GETTY IMAGES, GETTY IMAGES, 2, DIGITALLY ALTERED BY "ROLLING STONE"

tions since 2005, when Romney chaired the Republican Governors Association. Perry has also given nearly \$2.5 million to American Crossroads.

WHAT HE WANTS Perry's top issue is "tort reform," which would limit the size of jury awards against homebuilders who do shoddy work. He knows political favors can be bought: He was a big donor to every justice on the Texas Supreme Court – known derisively as "the Perry Court" – which vacated an \$800,000 judgment against Perry for crappy construction. A jury in the same case later hit Perry with \$58 million in damages. **HOW HE LIVES** A total recluse, Perry stays holed up in his 13,000-square-foot mansion in Houston. According to a friend, he's the kind of guy "you couldn't pick out in a grocery store."

MR. FAIR AND NEWBALANCED Jim Davis



POSITION Chairman of New Balance shoes
AGE 69

FORTUNE \$1.8 billion (*Forbes* rank: 242)

PAST DONATIONS Davis is a high-roller for the Massachusetts GOP. Backed Romney's Senate campaign against Ted Kennedy in 1994; economic adviser on Romney's gubernatorial transition team in 2002.

CURRENT DONATIONS Gave \$1 million to Romney's Super PAC. The donation was so toxic for business that New Balance's CEO raced to Facebook to dismiss it as "a private donation and not a contribution from New Balance."

WHAT HE WANTS A lucrative defense contract. Soldiers currently get a cash allowance to purchase sneakers made anywhere;

New Balance has lobbied the Pentagon to buy its made-in-America shoes in bulk.

HOW HE LIVES Owns a 17,000-square-foot mansion worth \$14 million in Newton, Massachusetts, and a summer estate in Gloucester.

THE HOTEL TYCOONS

Richard Marriott and Bill Marriott Jr.



POSITION Heirs to the Marriott Hotel fortune
AGES 73, 80

FORTUNES \$1.7 billion and \$1.6 billion (*Forbes* ranking: 312 and 331)



PAST DONATIONS Have given at least \$1 million in lifetime political contributions, including hefty donations to prominent Democrats like senators Max Baucus and Charles Schumer.

CURRENT DONATIONS Have each given \$1 million to Restore Our Future. Also served as top donors to the PAC that Romney used to sustain a skeleton campaign after his failed presidential bid in 2008, devoting \$230,000 to the interim effort.

WHAT THEY WANT Bill has publicly backed immigration reform to create a legal pool of foreign-born workers for their hotels. Bemoaning cancellations during the recession, he has also lobbied Congress to force taxpayers to continue to subsidize luxury travel for executives of firms that receive federal bailouts. The Marriott fortune and Romney's are literally intertwined: Romney served twice on the Marriott board – most recently in 2011 – and is

named Willard after Bill's dad, J. Willard Marriott Sr. (As a child, Romney summertime at the Marriott compound on Lake Winnepesaukee, New Hampshire.)

HOW THEY LIVE Both own mansions in suburban Maryland (\$5 million and 15,000 square feet for Bill, \$4.3 million and 9.5 bathrooms for Richard). Inherited the family compound in New Hampshire, as well as a 4,200-acre ranch at the base of the Blue Ridge Mountains.

THE BAIN BUDDY Edward Conard



POSITION Ex-managing director of Bain Capital, Romney's private equity firm. Wrote defense of Wall Street deregulation and monstrous inequality, *Unintended Consequences: Why Everything You've Been Told About the Economy Is Wrong*.

AGE 55

FORTUNE Estimated in the nine figures, rivaling Romney's \$250 million.

PAST DONATIONS Has supported Romney since he ran for the Senate in 1993; gave nearly \$10,000 to Romney's PAC when he was governor of Massachusetts. Maximum donor to the National Republican Senatorial Committee.

CURRENT DONATIONS Gave \$1 million to Restore Our Future, obscuring his contribution through a shell corporation, W Spann LLC, that dissolved right before Romney's Super PAC was forced to reveal its donors. Conard came clean only after watchdogs noted that Spann shared an address with Bain. Tagged as a likely "bundler" for Romney donations, but the campaign will not disclose how much he has raised.



WHAT HE WANTS To screw taxpayers. Like Romney and many hedge-fund managers, Conard profits from the "carried interest" loophole that allows him to pay half the tax rate that others do on the same income. The Buffett Rule, backed by Obama, would force him to pay his fair share, effectively doubling his taxes.

HOW HE LIVES Owns a \$7 million triplex on the Upper East Side of New York. A Harvard MBA, Conard believes the economy is governed by "Darwinian survival of the fittest."

THE PYRAMID SCHEMER Frank VanderSloot



POSITION CEO of Melaleuca Inc., a "multilevel marketing" firm based in Idaho that sells off-brand cleaning products and nutritional supplements. Moonlights as a megarancher of cattle and quarter horses.

AGE 63

FORTUNE Melaleuca's annual revenues last year totaled \$1 billion. VanderSloot is the 86th-largest private landowner in the United States, holding 110,448 acres.

PAST DONATIONS More than \$500,000 to Republicans, including \$8,100 to former GOP senator Larry Craig of Idaho.

CURRENT DONATIONS Melaleuca and three Asian subsidiaries gave a combined \$1 million to Romney's Super PAC. VanderSloot also serves as a national finance co-chair of the Romney campaign.

WHAT HE WANTS Fewer consumer protections. The FDA has rebuked Melaleuca for making "false and misleading" claims about its supplements, and the company has signed a consent decree agreeing to "not engage in the marketing and promotion of an illegal pyramid." VanderSloot is also an anti-gay crusader: He tried to kill a PBS program for promoting "the homosexual lifestyle," and gave big bucks to pass California's ban on same-sex marriage.

HOW HE LIVES Owns a 17-bedroom home in Idaho Falls. Breeds Angus cattle in Idaho and quarter horses in Utah.

THE OLYMPIC PARTNER Steven Lund



POSITION Vice chairman and former CEO of Nu Skin enterprises, known as the "Mormon Amway."

AGE 58

FORTUNE Reported \$31.9 million in Nu Skin stock in company's latest filing.

PAST DONATIONS More than \$80,000 to

Republicans since 1990, including \$7,300 to GOP senator Orrin Hatch of Utah.

CURRENT DONATIONS Gave \$2 million to Restore Our Future. Like Conard, Lund obscured his donation through two shell companies: a defunct publishing business he incorporated in 1997, and a firm at the same address registered to his son-in-law.

WHAT HE WANTS A world safe for false advertising and marketing scams. Nu Skin has been charged by the Federal Trade Commission and state authorities with operating a pyramid scheme and making unsubstantiated claims about its cosmetics. In 1997, it was fined \$1.5 million for violating a consent decree with the FTC. Romney has directly aided Lund's fortunes: As head of the Salt Lake Winter Games, he secured a \$20 million sponsorship from Nu Skin, putting the Olympic name and credibility at the service of Nu Skin's sketchy products.

HOW HE LIVES Unlike most of Romney's money men, Lund avoids conspicuous consumption. His five-bedroom home in Provo, Utah, is valued at only \$263,000. One indulgence: He owns a first-run edition of the Book of Mormon.

THE TAX DODGER Julian Robertson Jr.



POSITION One of the first hedge-fund titans, Robertson ran Tiger Management Corp. He now takes an ownership stake in new hedge funds, known as "Tiger cubs,"

directed by former deputies.

AGE 80

FORTUNE \$2.5 billion (*Forbes* rank: 166)

PAST DONATIONS More than \$1.8 million in lifetime contributions, including \$60,100 to John McCain in 2008 and donations to Wall Street-friendly senators like Joe Lieberman and Chuck Schumer.

CURRENT DONATIONS Gave \$1.25 million to Restore Our Future – "one of the most important investments I've ever made."

WHAT HE WANTS Unfairly low taxes. Robertson has embraced tax avoidance as a lifestyle: In 2000, despite living and working in Manhattan, he logged 182 days outside the city – often racing to flee town by midnight – to avoid paying local income tax. Also admits to seeking direct access to the president: "I would expect Mitt Romney to speak to me occasionally," he has said.

HOW HE LIVES Owns an apartment overlooking Central Park, estates in New Zealand and Long Island, and vacation hideaways in Sun Valley. Beat back a court challenge to his claim of nonresidency, robbing New York of \$27 million in city taxes.

GOLDMAN'S SUGAR DADDY

John Paulson



POSITION Hedge-fund colossus who profited from the nation's pain by shorting the housing market before the collapse. "I've never been involved in a trade with such unlimited upside," he bragged.

AGE 56

FORTUNE \$12.5 billion (*Forbes* rank: 17) In 2010, Paulson made a record \$5 billion haul on Wall Street by speculating on gold.

PAST DONATIONS Gave \$250,000 to the Republican Governors Association in 2010.

CURRENT DONATIONS Gave \$1 million to Romney's Super PAC. In April, hosted a high-dollar fundraiser for Romney at his home in Manhattan that did not appear on the candidate's schedule.

WHAT HE WANTS No federal restrictions on Wall Street gambling. Paulson was a key player in Goldman Sachs' infamous Abacus deal. The bank let him pick assets to short, then marketed those toxic securities as high-grade investments. Paulson cleared \$1 billion on the rigged deal.

HOW HE LIVES Owns a 28,500-square-foot townhouse on the Upper East Side and a mansion in Southampton worth \$40 million. The collapse of the housing market hit him hard: His eight-acre estate in Aspen, which he bought in 2010 for \$24.5 million, is now worth only \$15 million.

THE VULTURE CAPITALIST

Paul Singer



POSITION Founder of Elliott Management, a hedge-fund firm that buys up "distressed debt" from Africa and South America, then squeezes countries to pay up.

AGE 67

FORTUNE \$1 billion

PAST DONATIONS Has kicked in nearly \$9 million total, including \$3 million to the Republican Governors Association.

CURRENT DONATIONS Gave \$1 million to Romney's Super PAC. Pushed to get New Jersey governor Chris Christie to enter the race, but Romney – whose personal trust has \$1 million invested with Singer's hedge fund – was a clear second choice.

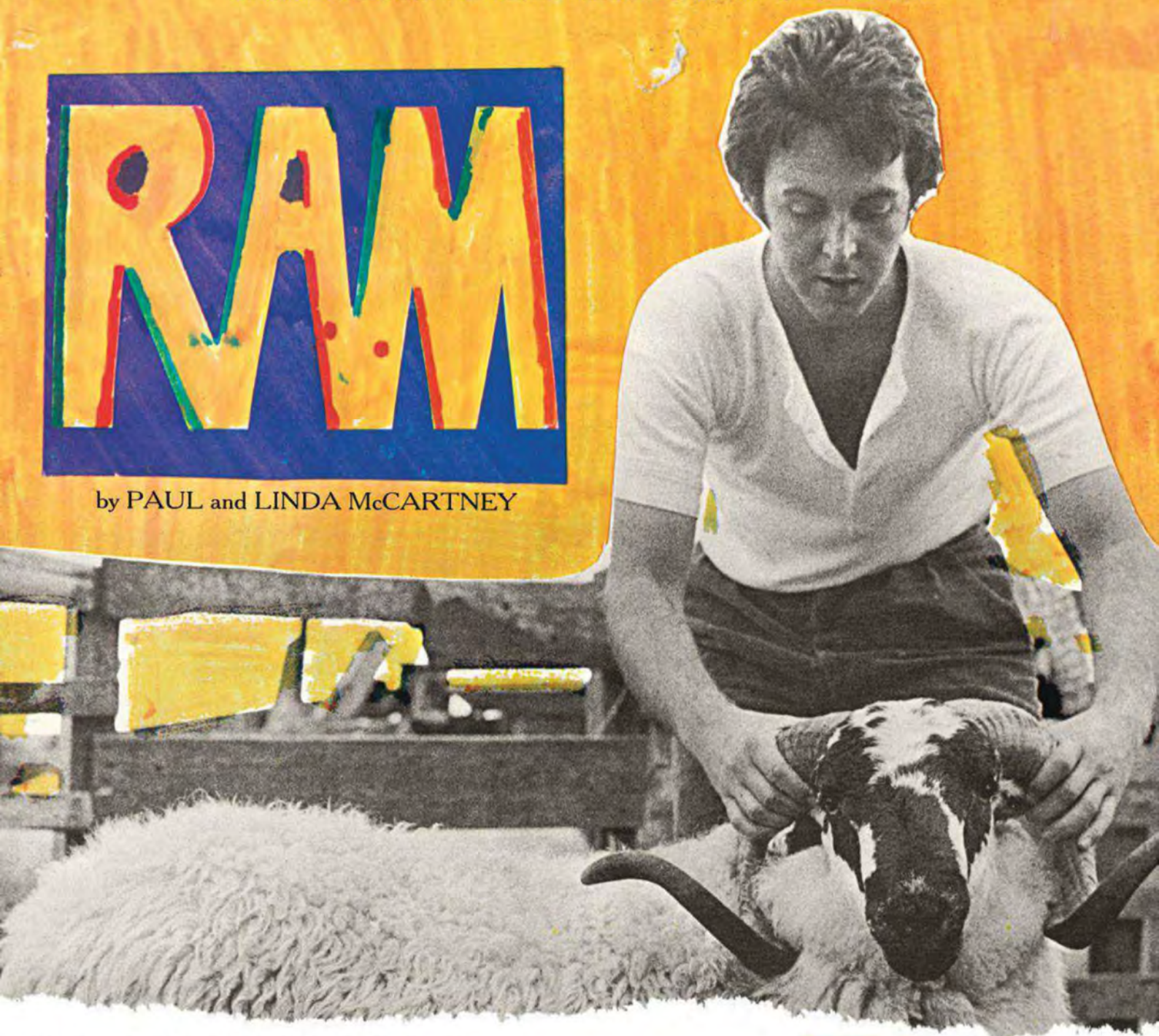
WHAT HE WANTS Needs backing from the U.S. government for his lawsuit to collect more than \$2 billion from Argentina. Also loathes the Federal Reserve, which he calls a "group of inbred academics."

HOW HE LIVES Owns two \$9 million ski chalets in Aspen and a luxury apartment on Central Park. Has been feted by *Fortune* as "a passionate defender of the one percent."

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NATIONAL AFFAIRS

THE QUANT MASTER

Robert Mercer



POSITION Co-CEO of Renaissance Technologies, a pioneer of the high-frequency "quantitative" trading that was implicated in the 2010 "flash crash" — one of the steepest

est one-day drops in Wall Street's history.
AGE 65

FORTUNE Made \$125 million in 2011 alone.
PAST DONATIONS Financed a \$1 million ad campaign to stop the so-called "Ground Zero mosque." Founded his own Super PAC, Concerned Taxpayers of America, to target Democrats who speak out against Wall Street.

CURRENT DONATIONS Gave \$1 million to Romney's Super PAC and \$350,000 to the Club for Growth, an advocacy group devoted to lowering taxes for the wealthy.

WHAT HE WANTS To squelch a proposed tax on stock transactions — a move that would limit his ability to game the market with algorithm-crunching computers.

HOW HE LIVES Owns a mansion on Long Island and a horse farm in Florida, where the gates alone cost more than \$1 million. Sued the architect of his model railroad set — reportedly half the size of a basketball court — for \$2 million.

THE KING OF CHICAGO

Kenneth Griffin



POSITION CEO of Citadel LLC, a hedge fund that accounted for nearly eight percent of all U.S. trading before the crash.

AGE 43

FORTUNE \$3 billion

(*Forbes* rank: 171)

PAST DONATIONS A Chicago power broker, Griffin gave \$200,000 to Rahm Emanuel's mayoral bid.

CURRENT DONATIONS Gave \$1 million to Restore Our Future, plus another \$1 million to American Crossroads. Believes that he and his fellow billionaires "actually have an insufficient influence" on the political process.

WHAT HE WANTS An end to the Volcker Rule and Dodd-Frank, reforms that seek to rein in Wall Street excesses. Complains that "every bank in the United States is really under the thumb of the government." Has donated \$1.5 million to Americans for Prosperity, a Koch brothers outfit that lobbies against environmental regulations.

HOW HE LIVES Held his wedding reception at Versailles. Owns a \$7 million penthouse in Chicago, a \$40 million apartment in New York, a mansion in Aspen and a vacation estate in Hawaii. Bought a Jasper Johns painting for \$80 million.

THE AMBASSADOR

L. Francis Rooney III



POSITION CEO of Rooney Holdings, a contracting firm that built stadiums for the Dallas Cowboys and the Texas Rangers, as well as the visitor center at the U.S. Capitol.

AGE 58

FORTUNE In a rare 2007 disclosure, reported personal income of more than \$40 million in 18 months. His company is one of America's largest privately owned firms: Annual revenues have run as high as \$1.8 billion.

PAST DONATIONS Gave \$250,000 to George W. Bush's second inaugural. Served as a former Bush bundler, raising at least \$500,000 for the GOP in 2004.

CURRENT DONATIONS Rooney Holdings gave \$1 million to Restore Our Future. As a finance co-chair for the campaign, Rooney has also hosted two fundraisers: one at a yacht club, and another to kick off a "Victory" fund for Romney and the RNC.

WHAT HE WANTS More building contracts and patronage. His firm was awarded deals to build the presidential libraries of both Bushes, and George W. appointed him as U.S. ambassador to the Vatican.

HOW HE LIVES Owns a \$14.4 million waterfront estate in Naples, Florida, and a \$2.4 million mansion in Tulsa, Oklahoma.

DR. DRILL

Steven Webster



POSITION Co-CEO and managing partner of Avista Capital, a private equity firm. Built his fortune in offshore drilling. His company, R&B Falcon, was the first owner

of the Deepwater Horizon rig that exploded in the Gulf, unleashing the nation's worst environmental disaster.

AGE 60

FORTUNE Avista has more than \$4 billion under management. Sold his drilling firm in an \$8 billion deal.

PAST DONATIONS A former classmate of Romney at Harvard Business School, Webster gave \$2,300 to Romney's presidential bid in 2007.

CURRENT DONATIONS Gave \$1 million to Romney's Super PAC.

WHAT HE WANTS To drill, baby, drill. In addition to financing oil exploration through his private equity firm, Webster sits on the boards of a half-dozen energy firms, including Basic Energy Services and Carizzo Oil & Gas.

HOW HE LIVES Owns an eight-bedroom, 7.5-bath mansion in Houston worth \$4.7 million.

CLOCKWISE FROM TOP LEFT: THEHENDONCO.COM; TELLENEWS/EPA/NEWS.COM; PURDUE NEWS SERVICE; LUCY NICHOLSON/REUTERS/LANDOV

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June 12 **Energy Solutions Arena** • Salt Lake City, UT
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June 23 **Tacoma Dome** • Tacoma, WA
June 24 **Spokane Arena** • Spokane, WA
June 26 **Rogers Arena** • Vancouver, BC
July 07 **Magnetic Hill Concert Site** • Moncton, NB
July 09 **RBC Royal Bluesfest** • Ottawa, ON
July 11 **Molson Canadian Amphitheatre** • Toronto, ON
July 13 **Revel Ovation Hall** • Revel Beach, NJ
July 14 **Hersheypark Stadium** • Hershey, PA
July 17 **DTE Energy Music Theatre** • Detroit, MI
July 18 **Blossom Music Center** • Cuyahoga Falls, OH
July 20 **Riverbend Music Center** • Cincinnati, OH
July 21 **Klipsch Music Center** • Noblesville, IN
July 24 **Saratoga Performing Arts Center** • Saratoga Springs, NY
July 25 **Darien Lake Performing Arts Center** • Darien Center, NY
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1964-2012

The Many Lives of ADAM YAUCH

How the wildest Beastie Boy found his way from the streets of New York to the path to enlightenment

HE HAD COME SO FAR, DONE SO MUCH, played so many roles along the way, but even in the final months of his too-short life, Adam Yauch kept it going full steam. Teenage punk; semi-malicious egg-tossing prankster; underrated bass player; world's first credible white rapper; beer-guzzling hell-raiser; pothead; acidhead; skier, skater and snowboarder; Buddhist; outspoken feminist; Tibetan activist; friend to the Dalai Lama; music-video and documentary director; indie-movie distributor; vegan; husband; father – he was all of these things, trading in outmoded selves like used vinyl when enlightenment beckoned. “If there was one word to describe Adam, it was ‘evolved,’” says one of his oldest friends, Matthew Allison. “He always took things further, to a level you never expected.”

It could have been enough just to be MCA, the most driven and musically proficient of the Beastie Boys – the New York trio who altered the course of popular music and defined cool for

a generation or two worth of kids. “Yauch was in charge,” says bandmate Adam “Ad-Rock” Horowitz, perhaps for the first time. “He had that extra drive in him, to see things through.”

On the road for the Beastie Boys’ first album, *Licensed to Ill*, it was Yauch who employed the trashy Led Zeppelin bio *Hammer of the Gods* as a backstage-decadence instruction manual – and then, says fellow Beastie Mike Diamond, “Yauch was also the first one to realize it was time to stop that.”

There was always room for one more incarnation. Over the past couple of years, between treatments for the salivary cancer that spread and finally took his life on May 4th, Yauch started riding horses. If you’re looking for a final image of Adam Yauch, you could do worse than this one: Thin, white-bearded, a cowboy hat on his graying head, Yauch would slip Western boots onto stirrups, take the reins and ride through vast, peaceful green fields in rural Tennessee.

The property belonged to Sheryl Crow, a cancer survivor who struck up an incongruous friendship with Yauch after he began

BY BRIAN HIATT



**BEASTIE
REVOLUTION**
Horowitz,
Yauch and
Diamond
(from left)
in New York,
circa 1986

calling her for advice on his illness (they had gotten to know each other on a 2008 get-out-the-vote tour). He found an advanced-treatment center in Nashville capable of genetically targeting his cancer, and he asked Crow where he should stay—she offered her own 154-acre compound, 45 minutes outside of town.

Crow has a vivid recollection of the first night he showed up there, after flying in from New York. “I was expecting to see somebody really weak and pale,” she says. “But he looked so radiant, as light as the most awake person I’ve ever encountered. He was just hopeful to the very end, I believe. He was always on the enlightenment tip. He was always in line with his search for serenity and peace and understanding. And I loved that about him. Here he was, one of the Beastie Boys, and he was one of the wisest people I’ve known.”

With his wife, Dechen, and daughter, Losel, often on hand, Yauch used Crow’s ranch as a refuge. He cooked vegan meals (his pesto was always a hit); he brought Crow a copy of *Country Mike’s Greatest Hits*, the infamous, never-released Beastie Boys country project; he hung out with her two boys; he even offered to play bass on her own upcoming country disc. In some of Yauch’s final public appearances, he proudly rocked an oversize cowboy hat.

By last November, Yauch was feeling weak: He had long since stopped updating fans on the progress of his illness, and some friends weren’t hearing from him. But he called up Horowitz and Diamond, asking them to join him in the studio for what turned out to be the last Beastie Boys recording sessions. “It was a good thing for him,” says Mike D. “He was doing treatment that probably made him feel like crap, and by being active and feeling involved, it was something he could feel good about—and he could be around people who he was comfortable feeling or looking like crap around.”

“He just wanted to hang out,” adds Horowitz (who says they recorded “just stupid stuff, more hardcore rap songs, hardcore music”). “So that’s what we did. We spent more time making fart jokes and ordering food than recording—which was true to form. That’s why it always took us so long to put records out.”

EVEN AS A KID, YAUCH HAD A fascination with wreaking havoc—and instinctive technical skills that were well-suited for the task. “He really had this talent for coming up with all these schemes and designs,” says Arabella Field, a friend since childhood who imagined Yauch winning a Nobel Prize for some kind of scientific achievement. “He figured out how to take apart a flash in a cam-

Senior writer BRIAN HIATT profiled Peter Dinklage in RS 1157.



The New Style

(1) Young Yauch in the 1970s. (2) Playing bass at John Berry’s loft, around age 17. (3) The first incarnation of the Beastie Boys: Mike D, Berry, Yauch and Kate Schellenbach (from left).



era and make a little bomb out of it, how to make the perfect dog-doo firecracker bomb, or the perfect water balloon.”

“He and I booby-trapped his whole house one time,” says old friend Allison. “We’d put rubber bands on the hose on the kitchen sink, so when his mom, Frances, would go to wash the dishes, she’d get blasted in the face. We also would cover toilet seats with Vaseline, put beanbags on top of the door. We’d basically sabotage anybody walking around.”

Yauch’s currently retired dad was an architect with an artistic bent; his mother worked for the New York Board of Education. They raised their only child in an elegant, modernist townhouse in the now-upscale, then-transitioning neighborhood of Brooklyn Heights—at a time when other families in their socioeconomic strata were fleeing a decaying and dangerous city. “Urban childhood exposed you to so many strange, funny things,” says

Field. “Weird people and bums and all classes of people and ethnicities. Later, he synthesized all that.”

His parents played him Beatles and Paul Simon records when he was small, and there were other, more unexpected sources of inspiration around: Kate Schellenbach—onetime drummer for the Beastie Boys who went on to form Luscious Jackson—remembers a particular lamp in the Yauch living room. “It was a stainless-steel ball that was like a fisheye mirror,” she recalls. “We spent hours fucking around and looking into the thing. He was obsessed with how funny that looked, to have a fish eye, how it looks when you look into a mirror that’s round. And then, later, it was like, ‘This is cool. How can I get this into my music videos?’”

Yauch was never an enthusiastic student, and at 14, he switched from the small, private Brooklyn Friends School to Edward R. Murrow High School, a huge



TIME TO GET ILL
Yauch at the
Palladium in Los
Angeles in 1987

public institution deep in Brooklyn. “I felt I was leading too much of a sheltered life,” he said in 1998. But as one friend remembers it, the real issue was that the private school’s combination of high expectations and loose structure had left him academically floundering.

As he entered high school, Yauch and his friends discovered punk rock – and he soon started dressing the part. He’d spike his hair (or, later, just shave it), put on combat boots and wear a trench coat with the Clash song title “White Riot” painted on it.

Yauch pulled off the look well enough that his future bandmate Horovitz was deeply impressed when he spotted him for the first time at a record store: “I was just looking at him, thinking, ‘That’s what we’re supposed to look like, be like.’ He was pissed off, this fucked-up kid.” But the working-class, Italian-American students at Yauch’s high school were less appreciative, harassing him with shouts of “Ey, rock lobster! Ey, punk rock!” In the face of that open hostility, Yauch eventually switched out again, this time to a lenient experimental school in Manhattan – but he based his real curriculum around the electric bass and hardcore punk, especially the frantic, Washington, D.C., act Bad Brains, an all-African-American band whose fuzzed-out low-end sound he

would later put to use on “Sabotage” and other Beasties songs.

At one Bad Brains show, when he was about 16, Yauch met Michael Diamond, a younger, self-described “incredibly awkward punk kid” – they instantly became friends. “After that point on, every weekend, it was, ‘What are the shows?’ or we’d go dancing at Rock Lounge or Danceteria,” Diamond recalls. “Adam actually taught me the ropes. He taught me how to make my own buttons for my jacket. He was really good at showing me how to fake hand-

“EVERYBODY HAS PHASES WHERE THEY ACT LIKE A FOOL. BUT OURS ARE ON VIDEO,” SAID YAUCH.

stamps to get into shows. That was an important skill! Even then he had this focus.”

With their reggae chops and hyper-speed grooves, Bad Brains were intimidatingly skilled – it was hard for Yauch to imagine ever playing that well. But then he and Diamond attended a show at the Peppermint Lounge by California’s far more primitive Black Flag. “It was the first time we’d seen moshing and stage diving,” says Diamond, who was already playing in bands with another friend, John Berry. “After that Black Flag show, Yauch came back to John’s house and said, ‘OK, we’re starting a band and you two guys are in it.’ It was the same energy of his – that focus and ability to never take no as an answer, to will something to happen.”

Even as Yauch spent a couple of years at Bard College, two hours north of the city, the early, hardcore version of the Beastie Boys gained a local following and recorded an EP; eventually, their friend Adam Horovitz took over for Berry on guitar.

But the sound of early hip-hop was all over the downtown clubs, and the Beasties found it at least as exciting as punk. In their scene, the line between the two genres was oddly permeable: One night at a roller rink, the Beasties and other punk kids gathered to watch a screening of the Sex Pistols documentary *The Great Rock 'n' Roll Swindle* – and then stuck around



SURE SHOT
Yauch, Horovitz
(center) and
Diamond in 1998

to watch rehearsals by early B-boys the Rock Steady Crew at the same venue.

In his bedroom at home, Yauch would casually rap along to the Sugarhill Gang's "Rapper's Delight" – a song that grabbed him the moment he heard it blasting in a pizza parlor. When his friend Jill Cunniff heard him, she was astonished: "I remember him being able to really rap," she says. "Oh, my God, here's this punk bass player, and then he comes out with this gravely voice and totally legit flow. That was a turning point in terms of what he knew he could do."

Adds another Eighties pal, Tom Cushman, "It came out of nowhere. All of a sudden it was just this other talent that just emerged." Yauch studied rap pioneer Spoonie Gee's rhymes the way he had absorbed Bad Brains' bass lines, and the band's transformation loomed. "We just grew up listening to rap records," says Horovitz. "So we just said, 'Fuck it, why don't we try it, see what happens?'"

It was "Cooky Puss," an amusing novelty single built around a beat, a bass line and a crank call to a Carvel ice cream parlor, that opened the door – even though it was closer to proto-Jerky Boys than actual hip-hop. NYU student Rick Rubin, an acquaintance from the hardcore scene, heard possibilities in the single, and began nudging the Beastie Boys to drop their instruments and focus on becoming the first white rap group. "Hip-hop, in that

moment in time, sounded fresher than the punk rock that we were all listening to," says Rubin – who briefly became the Beasties' DJ, and helped push drummer Kate Schellenbach out of the group in the process.

The Rubin connection would lead to a record deal with his burgeoning label, Def Jam. Label employee Andre Harrell nicknamed Yauch "Black Rap" because his voice was so authentically "black" – while the other two sounded high, nasal and unabashedly Caucasian. "Horovitz and I could be a little more interchangeable, a little harder to distinguish between the

**"YAUCH WAS
IN CHARGE,"
SAYS ADAM
HOROVITZ.
"HE HAD THAT
EXTRA DRIVE
TO SEE THINGS
THROUGH."**

two of us," says Mike D. "Yauch was coming from this other place, this gruff thing. When we were 19 or 20, he sounded like a gruff 40-year-old. He was kind of the Bobby Womack of rap."

Label co-founder Russell Simmons' strategy was to win over black audiences first. "Breaking them as rappers and crossing them over as rockers was absolutely key to their early success," says former Def Jam publicist Bill Adler. "It's why you've got Chuck D and LL Cool J inducting them into the Rock and Roll Hall of Fame."

Rubin became their producer, and beginning with the "Back in Black"-biting single "Rock Hard," they started sliding loud guitars and rock-drum tracks underneath their increasingly nimble rapping – with Yauch imitating Jimi Hendrix's studio trickery by creating the reverse drum-machine sound on "Paul Revere" and personally assembling tape loops of John Bonham drum parts.

It all worked better than anyone expected: *Licensed to Ill*, released in November 1986, was the first hip-hop record to hit Number One, selling 4 million units in a year, far more than any rap or punk album had managed by that point. Their videos were inescapable, especially the gleefully loutish "(You Gotta) Fight for Your Right (To Party!)" – in which these three ultra-urbane New Yorkers played the part of white-trash party-crashers.

By the time they were done touring for the album, their success left Yauch feeling like he was trapped in a cage – much like the girls they had dancing onstage every night.

AN OFFICIALLY RELEASED backstage video from that tour captures the kind of behavior that Yauch would spend years putting behind him: He hurls full cans of beer against a dressing-room wall, and gets grabby with one fan after signing her torso. It wasn't his finest moment. But by 1987, the Beastie Boys were so lost in their new personas that they immortalized the incident – along with the sight of other girls being drenched in honey, whipped cream and beer. "Everybody goes through those phases when they're in college and they act like a drunken fool," Yauch said in 1997. "But ours happen to be on sale at the video store."

Rubin received much of the blame and credit for that Beasties phase – Schellenbach once called him "a meathead sexist asshole." The producer acknowledges pushing the bandmates to adopt pro-wrestling-style outrageousness, but says they took the whole thing further than he could have imagined. "It was almost like their interpretation of what they *thought* I liked," says Rubin, noting that he found the giant hydraulic penis the band used in their stage show to be in bad taste. Plus, he adds, "I've never had a beer in my life."

The latter-day Beasties said that their bad behavior was role-playing that got out of hand. "We actually became just what it was that we'd set out to make fun of," Yauch said in 1999. "It wasn't some art project," retorts Cushman, who was onboard for some of that tour. "It was like, 'How many girls can we fit in this room?'"

Yauch enjoyed himself at first – possibly even hooking up with Madonna during the Beasties' ridiculously mismatched opening slot on her arena tour. "Five years from now, I might be selling used cars on the lot," he told an interviewer. "I really don't give a fuck, 'cause I'm having so much fun now." But not for long.

Back home in New York, Yauch had a teenage girlfriend, Aura Walker. (They met at the Palladium when she was 17 and he was 22. At high school, a few days later, she was called to the nurse's office, where an important message awaited her from a Dr. Yauch. She called him

back on the school phone, and he asked her if she wanted to go get some falafel.) She ended up trying to sustain a relationship with Yauch during the band's first burst of fame. "He was just so beyond exhausted by the end of the tour," she says.

Says Cushman, "I'd talk to Michael and he'd be like, 'Yeah, this is going great! It's amazing!' And then I'd talk to Adam and he's like, 'This sucks! I fucking hate it. I just want to come home!'"

"What Western society teaches us," Yauch told *ROLLING STONE* in 1998, "is that if you get enough money, power and beautiful people to have sex with, that's going to bring you happiness. That's what every commercial, every magazine, music, movie teaches us. That's a fallacy. Maybe there was some realization of that during that *Licensed to Ill* period."

As the two years of touring grinded on, they kept getting more famous, and everything kept going more wrong:

OUT WEST
Yauch in Los Angeles, circa *Paul's Boutique*, (below left); with pro snowboarder Craig Kelly in Whistler, British Columbia, in 1992.



A tour of England turned into a scandal-ridden disaster: Yauch came to see many of their fans as the kind of meatheads who bullied him in high school; they watched a proposed movie project fall apart, which helped lead to a catastrophic falling-out with Def Jam and extensive litigation. Yauch was drinking too much; he got hold of a gun on one tour stop and started playing around with it.

Friends say that by the time the band finished touring behind *Licensed to Ill* in late 1987, Yauch was convinced that the Beastie Boys were breaking up. Says Cushman, "Adam said to me, 'I'm never going back to Beastie Boys – I'm done with that. I'm never gonna do that again.'"

Yauch went home and made a serious go at a rock band he called Brooklyn, with Cushman and members of Bad Brains and New York hardcore act Murphy's Law. Horowitz was off making a movie and hanging out in L.A. with his girlfriend, Molly Ringwald.

"The knee-jerk reaction was to get as far away as possible from this thing that was driving us crazy," says Mike D. "But then, somehow, we were able to get together." A few months later, the Beastie Boys reconvened in L.A., with a new record deal – and slowly began work on what would turn out to be their masterpiece.

SHORTLY AFTER HE RELOCATED to Los Angeles, Yauch obtained a large quantity of liquid acid. He quickly set to consuming it, often while skiing, along with what Walker remembers as "huge amounts of chronic weed." For a while, Yauch's intergalactic journeys were working in his

favor. First of all, his mind expansion left him wide open to the psychedelic possibilities of hyperlayered samples – which defined the sound of their astonishing second album, *Paul's Boutique*. Says Mike D, "The acid experience gave him the ability to see, like, 'Wow, this is great, press play' on everything at the same time." It shifted his mind enough for him to see that – and that was an important influence on that album, for sure."

He also started reading the Bible, and began to look seriously at spirituality. Yauch may have kicked off *Paul's Boutique* by saluting "the Upper East Side nukes" – but the track "A Year and a Day" hinted at a new state of mind, which he explicitly links to his drug experience: "I am going to the limits of my ultimate destiny/ Feeling as though Somebody, somewhere, were testing me/He who sees the end from

the beginning of time," he raps, under the cover of heavy distortion.

Though it's an undisputed classic, *Paul's Boutique* was a commercial flop, shocking both the Beasties and their new label, Capitol, who had just given them a \$750,000 advance.

Yauch met a new girlfriend, an actress named Lisa Ann Cabasa, and started to get into snowboarding, spending time in Utah's Snowbird Resort – where, circa 1992, he rented an apartment with a pro snowboarder named Mike Basich. To his relief, Yauch found that few people out there cared about his music career. "We'd go snowboarding during the day – he was pretty good, not very acrobatic," says Basich, who remembers Yauch as quiet and "good-hearted." "We'd do graffiti together at night – one time the cops caught us, which is a big deal in Utah."

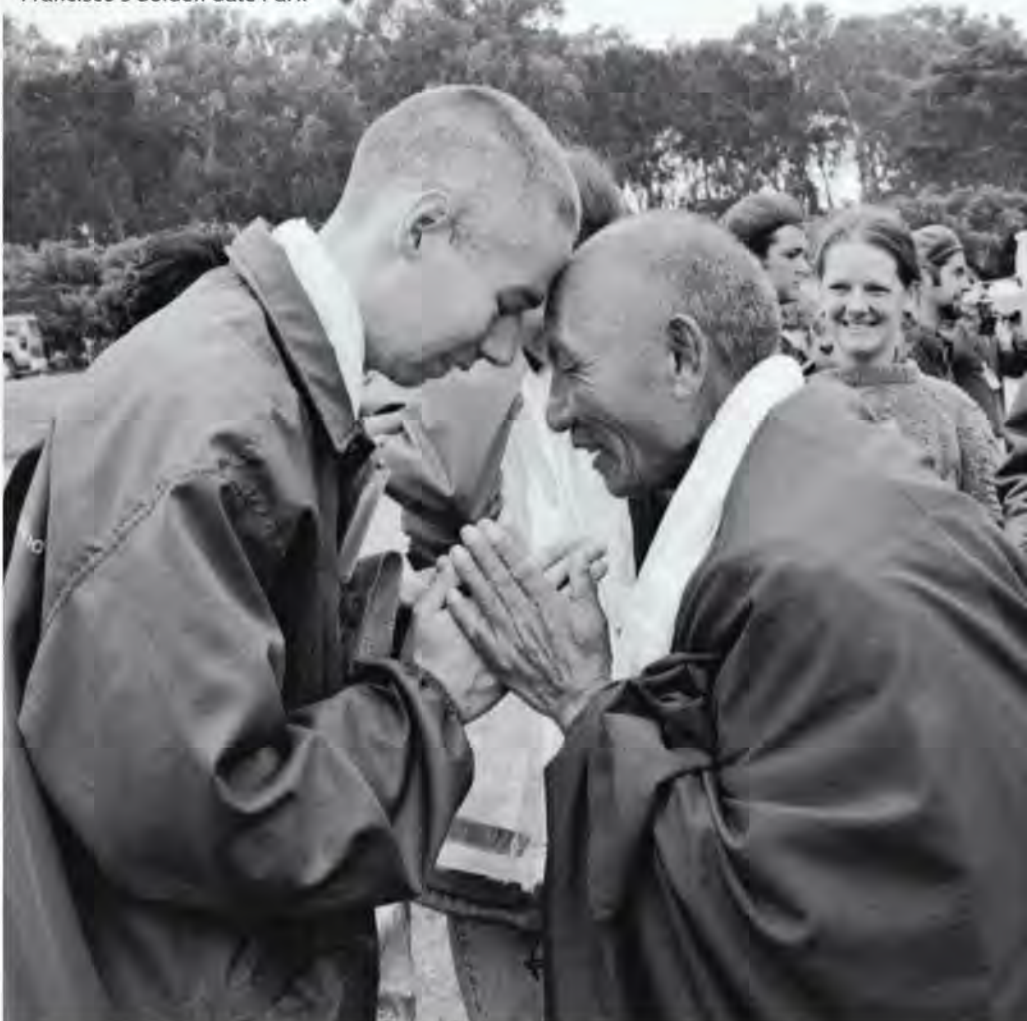
The Beasties used what was left of their Capitol money to build their own L.A. studio, and as they noodled around on potential material for a third album, they found themselves reluctant to rap – partly because they felt out of place in a changing hip-hop scene. Instead, they returned to their instruments, recording endless jams for a year and a half. It was Yauch who pushed them to get on with it, quietly recording the rap song "Jimmy James" on his own with producer Mario Caldato Jr. "He was leading by example," says Caldato. "After that we went crazy, and tracks just started coming in."

As the Beasties worked on what would become *Check Your Head* – their first album built around both rapping and live musicianship – Yauch and his girlfriend headed on a trip to India. "His curiosity told him he needed to go there," says Caldato. "He seemed drawn to it. When he came back, he started wearing different clothes, started growing a beard, and changed his diet. During *Paul's Boutique*, we ate at Lawry's Prime Rib every night, but then during *Check Your Head*, he became a vegetarian." He wrote the dreamy closing track, "Namaste," about the trip.

Yauch began seeing an L.A.-based holistic healer named Quentin Rodemeyer, who helped him quit drugs and alcohol, and to find ways of tapping into spiritual energy without pot or acid. "He was just ready to make some changes," says Rodemeyer, "and he jumped into it with this courage and this strength and dedication to changing his life. I think it was a feeling inside of him that there was a need to grow past where he was."

In 1993, Yauch returned to the Far East, visiting Nepal, where he met Tibetan Buddhists in exile who taught him about both their religion and their perilous political situation. Their beliefs felt congruent with the ideas he was hearing from Rodemeyer – and by 1996, Yauch started to consider himself a Buddhist.

NAMASTE With activist and monk Palden Gyatso at the first Tibetan Freedom Concert in 1996 at San Francisco's Golden Gate Park



YAUCH WAS INCREASINGLY eager to make amends for the blatantly sexist lyrics and behavior of the early Beastie years. "He had some kind of personal change that had happened," says Cunniff. "He felt like he needed to redeem himself a bit. He was playing down any macho behavior, and became very sweet and gentle." Well before his conversion,

"I'M WALKING MY DOG AND I'LL START CRYING ON THE STREET," SAYS HOROVITZ.

Yauch had Caldato film him smashing his gun with a sledgehammer, and the scene appears in a 1992 music video – once the weapon is cracked beyond repair, Yauch offers a broad, relieved smile.

On *Check Your Head* and especially *Ill Communication* – the album that fully reestablished the Beasties' commercial clout – Yauch pushed the Beasties toward more positive messages. "Me and Adam Horovitz weren't entirely comfortable with it," Mike D says of Yauch's newfound mission (which led to a widely praised line on "Sure Shot," *Ill Communication*'s opening track: "Want to say a little something that's long overdue/The disrespect to women has got to be through").

"It took a little getting used to," Mike adds. "But we also all felt it. It wasn't like he was on his own."

It helped that Yauch always kept his sense of humor intact. A skilled mimic, he admired Peter Sellers and the Monty Python crew as much as any of his musical heroes – and he saw no conflict between his new religion and his penchant for silliness. Says Mike D, "When we were running around smashing up cars, wearing

disguises in the 'Sabotage' video, Yauch was like, 'Monks play tricks on each other all the time.' It was a post-Buddhism Yauch who wore lederhosen and a fake beard to play his filmmaker alter ego, Nathaniel Hornblower – storming the stage at the 1994 VMAs in that guise to spout Swiss-German-accented complaints ("This is a farce!") when R.E.M.'s "Everybody Hurts" beat the Beasties' "Sabotage" video for an award. "He had such a funny mixture of deep humility with deep absurdity and playfulness," says his "Sabotage" director, Spike Jonze.

When the Beastie Boys co-headlined the 1994 Lollapalooza festival, Yauch brought a group of Tibetan monks along for the two-month tour. Says Billy Corgan, leader of fellow headliners Smashing Pumpkins, "The initial vibe was like, you know, they're Yauch's monks – what's the angle? But he had a *real* reverence for them." Corgan was one of the only other musicians on the tour who actually talked to the monks – and, says the Pumpkins frontman, those conversations led to the spiritual awakening that would later save him from suicidal despair.

Yauch had sampled vocals from other Tibetan monks on *Ill Communication*, and he decided to direct royalties from the songs in question to the Tibetan cause. He formed a charity called the Milarepa Fund for that purpose – but it quickly turned into something much bigger. Yauch was soon putting together the Tibetan Freedom Concerts, which aimed to raise awareness of China's oppressive occupation of the nation. Yauch personally made the calls to recruit artists, and the lineups over seven years worth of shows were a tribute to his influence, with headliners including U2, Pearl Jam, Red Hot Chili Peppers, Radiohead and the Pumpkins.

Yauch was getting deep enough into Buddhism that he was pondering a life of celibacy, but then he met a Tibetan-American Harvard student named Dechen Wangdu – and got married instead. In a joyous, cross-cultural ceremony that combined traditional Tibetan rituals with a wedding-band performance by Rancid. The couple had a daughter, Losel, in 1998. "The minute he met Dechen, I think his mind was made up that he was gonna spend the rest of his life with her," says longtime Beasties pal Cey Adams. "And if you ever want to see Adam Yauch at his best, look at a photograph of him with his daughter."

Yauch had been directing inventive retro-leaning Beastie Boys videos since 1989, and he became increasingly involved in film in the past decade. He directed *Gunnin' for That #1 Spot*, a well-reviewed documentary about New York high school basketball players – and added movie arms

to his company, Oscilloscope Laboratories, to make and distribute deserving movies. Among his distribution picks was 2009's Oscar-nominated *The Messenger*, whose anti-war message Yauch passionately embraced. "I really didn't know MCA," says that film's director, Oren Moverman. "I knew Adam, a film guy who was humble and low-key and very present."

When *Messenger* star Woody Harrelson won an Independent Spirit Award for his work in the film, he spaced out at the podium and forgot to thank Oscilloscope. Says Harrelson, "I came back to the table and he was just as nice and as cool as any other time. You didn't see even a hint of someone



TIME FOR LIVING

With daughter Tenzin Losel Yauch, then two-years-old, in 2001

being slighted. There's just nobody else on the *planet* who would have reacted that way. He was still completely Zen about it."

THE BEASTIE BOYS PLAYED what turned out to be their final concert on June 12th, 2009, in front of tens of thousands of fans at Bonnaroo. Their last song was a cheerfully sloppy, near-train-wreck version of "Sabotage." On the way out of the festival, Yauch's throat was bothering him, but everyone blamed it on the dusty festival grounds. Within a month, he was on a conference call with Diamond and Horovitz, telling them that he'd been diagnosed with salivary cancer. "I'm gonna be OK," he assured them.

Some people in Yauch's life, including Harrelson and prominent Buddhist and activist Bob Thurman, urged him to avoid Western medicine altogether. But he underwent both conventional and

non-Western treatments – and remained so optimistic throughout his three-year battle that it never occurred to his bandmates that he might lose. Even in the depths of his illness, he maintained his Python-esque enthusiasm for the absurd – writing, directing and producing a star-studded (Will Ferrell, Seth Rogen) long-form Beasties video in 2010 based around a deeply ridiculous battle between *Licensed*-era Beasties and a future version of the group.

Last April, Yauch was doing well enough that the Beasties went ahead and released a new album. *Hot Sauce Committee, Pt. Two* was a tweaked version of the LP they had finished just before Yauch's diagnosis, and their first full-fledged Beasties album since 2004. But another tour was never under consideration. "I just wanted Adam to get better," says Horovitz. "My hope was that we would just record when it was fun, and he would be a huge movie director."

"In the most beautiful way possible, he had us all fooled," says Mike D. "He really never considered dying from cancer an option, he really didn't. Because of that, we didn't consider that to be an option."

By this April, Yauch's cancer had spread. Around the time Mike D and Ad Rock traveled to Cleveland for the Beastie Boys' Rock and Roll Hall of Fame induction, Yauch was admitted to New York's Cornell Weill Medical Center, where he would spend the last few weeks of his life, surrounded by his family. Soon after his death, monks in monasteries all over the world began chanting to ease his soul's passage – they would keep doing so every seven days, for seven weeks straight. Closer to home, after a small family service, friends including Michael Stipe, Ben Stiller and Jack White gathered on a downtown hotel rooftop for a nighttime celebration of his life.

Horovitz and Diamond have no idea about their musical future. "I'm totally confused," says Horovitz. "Totally numb. I'm walking my dog and I'll start crying on the street. I don't know what to do. It fucking sucks."

But Mike D can imagine their old friend pushing them forward, one last time. "I think Yauch would genuinely want us to try some crazy thing we wanted to do but never got around to," he says, sitting at home in Brooklyn, just six blocks away from Yauch's childhood home. He brightens, as if hearing that familiar voice once more: "He'd say, 'That's *exactly* what you should be doing right now.'"

Additional reporting by
DAVID BROWNE, MATT DIEHL,
PATRICK DOYLE, DAVID FRICKE
and MONICA HERRERA

THIS YEAR'S GIRLS

At just 26, Lena Dunham
has created this season's
most buzzed-about TV
show. But will she
ever leave home?

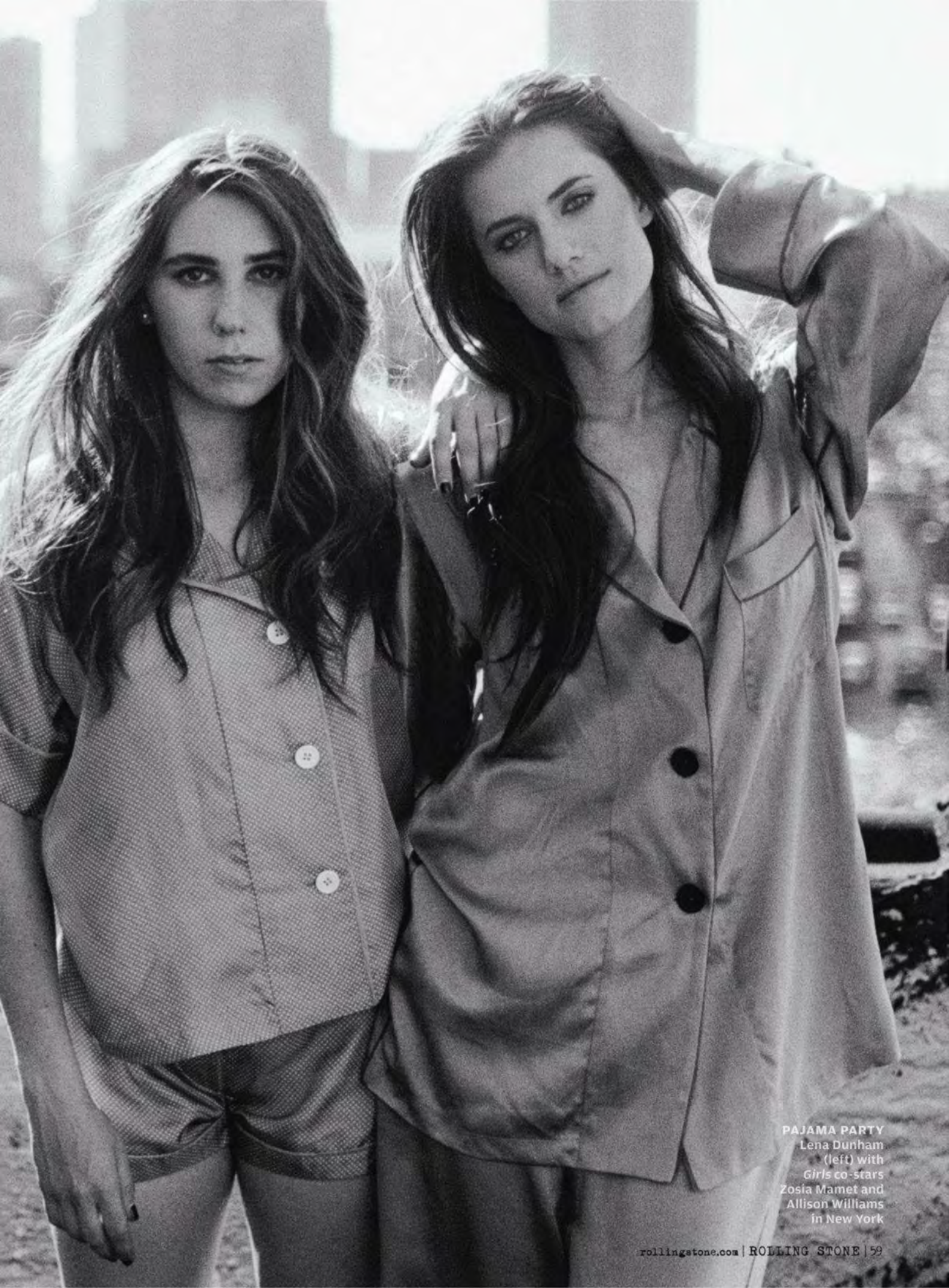
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AST NIGHT AT 2 A.M.,
Lena Dunham, the
writer, director and
star of the HBO
show *Girls*, was in
bed at her parents'

apartment in downtown Manhattan when the family's 11-year-old fox terrier woke her up to take a pee. She dutifully trudged downstairs, but then realized she hadn't taken keys, and her parents were out of town, and her neighbor didn't have a duplicate set since when this happened before, Dunham didn't give the keys back. Two Israeli locksmiths came out of the night to help her, a little method-out one and a ponytailed one. "Lest I thought there was a science to locksmithing, they just drilled it and beat the door as hard as they could," she says. "One of them, as he was drilling, was looking me in the eye, and I was so full of terror. Then his phone rang, and the ring was Ram Jam's 'Black

By Vanessa
Grigoriadis
Photograph by
Theo Wenner





PAJAMA PARTY
Lena Dunham
(left) with
Girls co-stars
Zosia Mamet and
Allison Williams
in New York

Betty,' and for some reason I wasn't scared anymore."

This is a classic Dunham bit – a mix of self-deprecation, a Woody Allen-ish paranoia and a ginger introduction to the bizarre fact that Dunham, 26, still lives with her parents. At least, she's there on and off. She was on her own in Los Angeles for part of last year, but there was a problem: She can't drive. "I've been taking driving lessons from a guy named Leo, but my learning curve is not clear," she says. "I can't drive under any adverse conditions, like if I have too much on my mind or I'm hungry." She already failed the test once. "The woman was really tough: She told me I looked only one way when I was going through a green-light intersection, and that my approach to parking was too fast. I was like, 'I thought you'd only fail me for hitting someone.'"

It's a surprise that Dunham isn't the most together on a personal level, because at the moment, she's being hailed far and wide as a creative wunderkind. She's the recipient of a massive tidal wave of praise from critics, who have called *Girls* "a brilliant gem" and "wildly smart" for the sharp way it sums up the trouble people in their twenties get into when they don't have jobs. The show is also a magnet for every wannabe auteur and jaded blogger in the country who searched frantically for something that was wrong with it and came up with the notion that *Girls* is insensitive to race issues (no people of color are cast in major parts), slightly classist (the four main actors are played by "the children of wealthy famous people") and in terms of being the voice of a generation, a "huge fucking disappointment."

In fact, *Girls* is not only a first-rate sitcom, but an important feminist milestone in a sea of pop-culture offerings that rarely speak to women's interior lives in an honest way. Or at least about the inner life of a certain kind of girl: a hipster gadabout who has been given everything in life by her parents (love, money, a college education), yet still can't stand on her own. Dunham's characters are nuanced, evading the tired dichotomy of the good girl and bad girl, the virgin and whore, the priss and hag – things are way too weird in their lives for that. She scrambles the dialogue on a roster of women's issues, including sexual harassment (possibly, post-ironically all right with some women), STDs (not as big a deal as one would think) and fuck-buddy relationships (not OK, even if some women pretend they

are). Even abortion goes under the microscope, as Dunham zooms in on the seesawing emotions of a woman about to go through one: First, she talks about how much she wants to be a mother ("I want to have children with men of many different races"), then hits the bars, fooling around with a random guy in the bathroom just to make herself feel she's still sexy.

Because its characters are so self-aware and because they have sex in a way that's new for women on TV (but not in real life), *Girls* is the perfect antidote to the current political conversation about women's issues, with the attacks on Planned Parenthood, the talk of dropping paid coverage for birth control, and some states passing

along a morose chef from Brooklyn who didn't pay her much mind. "That relationship was a really big thing in my life, but I feel like if you asked him, he'd say, 'Yeah, I slept with this girl a couple times,'" says Dunham, the edges of her mouth turning up slightly. "I'd just gotten my first paycheck, for \$1,300, and I spent it at the Chateau Marmont trying to impress a guy who had not liked me for two years. My dad even told me not to take him to L.A., and I said, 'Dad, you don't understand complex and postmodern relationships.' But then I got there and it was tears for days." She laughs a little. "You just have to go, 'OK, that's embarrassing, but it's part of my personal mythology.'"



RIOT GIRLS
From left: Dunham, Maimie Marquette and Kirke LaSeine partying on *Girls*. Below: Dunham with her mother, artist Laurie Simmons.



laws requiring ultrasounds before abortions. Dunham says that she is out to address the complexities of women's lives in the show, though "not in an after-school-special way, like *Saved by the Bell*. I didn't set out to make a state-

ment – I just wanted to draw interesting characters. But insofar as the personal is political, *Girls* is political."



DESPITE THE THOUGHTLESSNESS she directs toward mundane stuff like holding on to her keys and driving a car, Dunham is extraordinarily composed in person, with the self-possession common to people bred in Manhattan. We'd met before, at dinner with mutual friends in L.A.; as her date, she brought

Today, after a sleepless night following her bout with the locksmiths, Dunham appears at a restaurant in Soho in a striped shirt and pink cardigan sweater, looking like a vaguely preppy girl who also throws down for expensive jewelry at Barneys. A few blocks away, police are searching a basement for Etan Patz, a boy who disappeared 33 years ago. "I was obsessed with that case growing up," says Dunham, taking a seat. "I was constantly scared I was going to get kidnapped. When I figured out what rape was, I was sure I was going to get raped. All that stuff."

With a rosy glow and brown eyes that appear to be without guile, Dunham looks better than she does on *Girls*, where she's a Raggedy Ann with hair messier than Janis Joplin's, and wearing odd vintage dresses that highlight her baby fat. "I just like the idea of a character that looks this way," she says, explaining her costume choices. "I can't tell you how many times in college I thought, 'I couldn't be cuter, check me out in my three-tiered skirt and orange lip-

Contributing editor VANESSA

GRIGORIADIS wrote "An American Drug Lord" in RS 1138. She lives in New York.

stick,' and now I look back at photos and it's a weirdo in a tiara."

Dunham's unique point of view is a product of her upbringing. Even at Friends Seminary, a private elementary school in downtown Manhattan, she was a loner. "I didn't have any friends at Friends, which was mostly my fault," she says, "though I feel like kids aren't smart enough to translate the Quaker ideology of 'We are all one, nobody is better than anybody else,' so what they take on is, 'We're all the same, and if you're different, it's bad.'"

She preferred hanging out with her parents, visual artists who work with psychosexual themes (her mom mostly photographs dollhouses, and her dad makes psychedelic paintings of people often highlighting anuses). With them, she could be as weird as she wanted. "I found childhood scary, and home was challenging but safe," she says. "I understood that my parents were going to love me forever no matter what my behavior was, whereas with my peers, there was a constant test. I was also a very anxious kid. I had all these fears, like, 'Do I have leukemia?' It was hard for me, as it still sometimes is, to be in my social group and just enjoy my experience."

Puberty wasn't easy, either. Dunham had been slender as a child, but "literally woke up one day" to find she'd gained 30 pounds. She created a new identity around her new body: a sassy, heavyset club girl, with platform boots, tiny bangs and a pierced tongue ("Not that I was doing anything with that pierced tongue," she says). She became a vegan – "Not a healthy one; a ketchup-and-french-fries one" – which she told people was a stand against factory farming. "I knew all the political buzzwords," she says. "But I think being a vegan was more about having some control over what was going on with me physically. The germ of the idea was keeping negativity out of my body, on an almost spiritual level."

Writing alone, at home, became a refuge, and even more so when Dunham finally began to make friends at school. It was a way of understanding other girls, of standing in their shoes. At St. Ann's, a free-form high school in Brooklyn, she became friends with Jemima Kirke, who plays Jessa on the show. "Everyone was obsessed with Jemima – she was a really cool person – and one day she came over and said, 'You're funny,' and I was like, 'I am?'" says Dunham. "Any cool experience I had in school was trailing behind Jemima. Even my mom was like, 'I can't believe that girl's your friend.'"

It's true that the cast of *Girls* is eerily privileged: Kirke, 27, is the daughter of Simon Kirke, the drummer from Bad Company; Zosia Mamet, 24, who plays a daytime-TV-consumed virgin, is the child of playwright David; Allison Williams, 24, the uptight gallery assistant, is the daughter of NBC newscaster Brian. Though, as

Kirke has said, it "looks shitty" from the outside that all of them have prominent parents, Dunham insists that it's a coincidence of casting. It may also be a simple result of the world Dunham comes from. Neither Mamet, a mellow free spirit from L.A. who spends most of her day riding horses, playing in a bluegrass band with her sister and reading scripts, or Williams, a beautiful Yale graduate who played a ton of sports when she was younger but liked acting much better, were friends of Dunham's before they were cast. (As far as being insensitive by not including a rainbow of ethnicities in the cast, Dunham says she "apologizes, while not regretting the show I made. I was never trying to illuminate the gospel of an all-white culture. I'm from New York; I interact with people of different races all the time.")

The four girls are similar in at least one way: They're homebodies (Kirke even has a newborn daughter of her own, and declined an interview to stay at home with

"I didn't set out to make a statement," Dunham says. "I just wanted to draw interesting characters. But insofar as the personal is political, 'Girls' is political."

her kids, according to Dunham). "None of us are living the lives of the girls on the show," says Mamet. "A dinner with us is not going to be wild. We go home at night. We drink tea."

Dunham's not dating anyone at the moment, though she admits "there's been a couple texts that are like, 'Your face is following me everywhere, I think about you all the time,' and I'm like, 'There's just no way that's true.'" She smiles. "I'd say, without revealing anything too specific, that the knowledge I've accrued to share on the show has probably come from a smaller pool of partners than one would expect, considering I write about sex all the time. I don't go out much, if we're being honest."

The girls of *Girls* are likely the same in another way: Success was important to their parents, as it was to Dunham's, and they all pushed themselves early on. Dunham began making movies in college, at Oberlin, and directed *Tiny Furniture*, a semiautobiographical feature about her family, at 23. The cast is experiencing growing pains, too. Williams, who moved to L.A. shortly after Yale, came back to New York to shoot *Girls*, but like Dunham she has been slow to get her own

place. "I'm on a pullout couch in my parents' apartment," she says over tea on a recent afternoon wearing neon-pink jeans and sky-high Madison Harding stilettos. "It's in a beautiful building, but it's funny, very humbling." She smiles wryly. "My back hurts all the time. Constant pain."



AFTER LUNCH, DUNHAM and I walk a few blocks to a pet store to buy a new dog bed for her terrier. "I love this store – I used to come here to get things

for my hairless cat," she says. "My parents were like, 'It's like having a monkey.'" She grabs some doggy mints and selects a white fluffy bed. Yesterday, a production assistant came to pick her up in a car, and she felt like an asshole because not only did she oversleep, but once she got into the car, she had to have him drive her to doggy day care before work. "I didn't want to be like Paris Hilton, taking my dog to work," she says.

It's lovely being with Dunham, such a genuine, thoughtful presence that one almost forgets how uncomfortable her character on the show makes some people feel, particularly when she's having sex. There are people who don't like *Girls* other than bloggers and would-be directors – some guys, in particular. Because she doesn't look like a model when she gets naked, they feel like they're being forced to watch her. It's pretty misogynistic, when you think about it: No one would say the same about the lumpy shapes of Seth Rogen and Jonah Hill circa *Knocked Up* and *Superbad*. It's not a coincidence that Judd Apatow, the director of those films, is an executive producer of *Girls*. Dunham is the female version of his antiheroes, who are caught in the liminal space between childhood and adulthood. It can be a messy process.

As we walk, we talk about the new apartment Dunham has bought in Brooklyn. It's a one-bedroom in a prewar building with a black-and-pink-tiled bathroom, and she starts talking about it with a mix of excitement and trepidation. It's not in the part of Brooklyn where the show is set – and where Dunham says she goes out occasionally, "because that's where the boys are" – but in the leafy part closer to Manhattan. She moves in two weeks. "I'm ready to move out now – I used to think that the minute I left, it would be done," she says, referring, one supposes, to her girlhood. Expressing so much of herself on the show has worked like an exorcism for her, making her less scared of facing adult realities. "I understand now that I can always come to my parents, or spend the night if I have an emergency. And I'm excited to have a phase of life where I don't have to explain to anybody how I'm feeling about my day." She smiles. "I understand the shades of gray."

THE BATTLE FOR THE SOUL OF OCCUPY

**EIGHT MONTHS AFTER SHAKING THE WORLD,
THE MOVEMENT FINDS ITSELF DIVIDED ABOUT
WHAT COMES NEXT** BY MARK BINELLI



The black-bloc faction of Occupy embraces aggressive tactics.



A peaceful occupier in New York



Tens of thousands took to the streets of Manhattan for the May Day march.

N EARLY FEBRUARY, Marisa Holmes, a 25-year-old anarchist who had been one of the core organizers of Occupy Wall Street, was contacted by an assistant of Ben Cohen and Jerry Greenfield – yes, that Ben and Jerry – looking to set up a conference call. Over the course of Occupy's long winter hibernation, when friends and foes alike wondered if the movement, not even six months old, had already lost its way, Ben and Jerry decided OWS needed a professional fundraising arm. The pair calculated that it would be possible, with help from fellow liberal activists like former Nirvana manager Danny Goldberg, to infuse nearly \$2 million into the movement, in the form of grants to various Occupy projects around the country and a permanent headquarters for OWS in New York.

But Ben and Jerry heard that Holmes and other members of Occupy had been expressing concerns. Holmes grew up in the suburbs of Columbus, Ohio, in a liberal, upper-middle-class family not so different, sensibility-wise, from the world of the ice cream moguls. Her father is an attorney; when Holmes was 14, she helped work on his campaign for city council. But since then, she'd become far more radical than her parents. For a while, she lived in a communal house in Detroit; last May, enthralled by the Arab Spring, she decided to travel to Egypt by herself, mere months after the uprising in Tahrir Square, to shoot a documentary, though she didn't speak a word of Arabic. In September, she bedded down in Zuccotti Park from the very first night of the Occupation, invited down by her friend David Graeber, the brilliant anarchist academic who has been credited with coming up with the slogan "We are the 99 percent."

Holmes herself is tiny, sleepy-eyed and temperamentally uncompromising. The latter trait can be tedious, like when she facilitates Occupy meetings and has people go around the room and state their names and gender-pronoun preferences, but also awesome, like the time Russell Simmons stopped by Zuccotti Park and wanted to be bumped up on the speakers' list and Holmes told him, "Are you crazy? You're number 12. Get used to it!" The conference call, suffice it to say, did not go well. Ben and Jerry seemed confused by her objections. "They said, 'What's the problem? Don't you want our money and support?'" Holmes recalls. Occupy had been founded on anarchist principles of "horizontalism" – leaderless direct-

democracy, most poetically embodied in the People's Microphone. "They didn't get that it was a problem to create a hierarchical nonprofit institution and pick out leaders," Holmes went on. "I was nice to them at first, but finally I said, 'I know that's how you've done things in the past, but that's not how we're doing it.'"

Holmes was especially wary of the offer because money had already proved so divisive within Occupy. The group had been flooded with donations in the wake of the police actions of the fall, but soon found itself consumed with squabbles over how to spend it. And petty bickering over things like subway MetroCards had highlighted not only tactical questions about what Occupy's next move should be, but a more existential crisis. Having so suddenly and unexpectedly captured the world's attention, now the question arose: What, exactly, would Occupy become?

For instance, many in Occupy had no problem with Ben and Jerry's offer. One of their key allies became Shen Tong, a 43-year-old software entrepreneur who, as a campus radical in Beijing in the late Eighties, had been one of the student leaders of the Tiananmen Square uprising, part of the delegation that attempted to negotiate with the Chinese government. Later, when the tanks rolled in, he ran into the streets, begging soldiers not to fire. One of them blew a hole through the face of the woman next to him. Shen barely managed to escape to Boston, where he would study philosophy and sociology at Harvard.

Now he lives in Soho, not terribly far from Zuccotti Park, with his wife and three young children. In person, he's weirdly ageless, with smooth skin, jet-black hair and an easy smile. Sipping an espresso at a cafe near his apartment, he looks around and says, "If we were having this conversation in Beijing, there would be security sitting at that table. We'd be followed everywhere we go."

Shen observed Occupy from a distance at first. After a few weeks, impressed that the movement had stuck to a clear, simple message and was attracting an unusually broad group of supporters, he went down to check it out with his kids. His second day there, he found himself thinking, "This is it" – something he'd never thought possible, a second Tiananmen moment. He stepped down as president of his software company to dedicate all of his time to Occupy, focusing on his particular skill set, infrastructure and resources, "the sort of really boring projects you need a global CEO to work on." Shen had no problem partnering with one-percenters like Ben and Jerry; as a student of global protest,

he strongly believes Occupy requires more structure to carry on the fight.

"We wouldn't be here without anarchists," he says. "Purist idealists are very important in any transformative social movement. I was one! I understand it – they open the floodgates. But my job is different. It's about trying to create a mass movement. Or, at the very least, having mass outreach to the 99 percent."

But Occupy is *already* a mass movement, Marisa Holmes will tell you, angrily. She thinks Occupy just needs to keep doing what Occupy has been doing. "We don't ask permission," she says. "We don't make demands."

When Ben and Jerry unveiled their Movement Resource Group at a panel discussion at a church on Manhattan's Upper West Side, Holmes attended. During the

"WHAT I'M MOST AFRAID OF IS THAT THE OLD LOONY LEFT WILL REASSERT ITSELF," SAYS KALLE LASN, ONE OF OCCUPY'S FOUNDERS, "AND DESTROY US."

event, she stood up, her voice shaking, and said she assumed everyone present had the best of intentions, but that the MRG, with its top-down structure, was "exactly the kind of organization OWS is not and has never been about." She went on, "I can't get rid of this sinking feeling in my stomach that this will destroy the very foundation of the movement I tried to build. What do you hope to achieve with this?"

After a long, awkward pause, Ben Cohen leaned into his microphone and said, "I guess what we hope to achieve is to help the movement grow and thrive."

Which, of course, was the entire problem: whose movement, exactly, and what would its future look like?

EVERYTHING WENT DOWN SO fast it's easy to forget how the spread of Occupy was, itself, a minor miracle. It was planned and executed by a small group of self-identified anarchists, many of them veterans of the anti-globalization movement of the late Nineties who hoped to

disrupt, and eventually upend, capitalist dominance over all aspects of society, and who now suddenly found themselves with a worldwide audience. These were people like David Graeber and the publishers of the satirical anti-corporate magazine *Adbusters*, neo-Situationist pranksters who made the initial call for occupation and coined the phrase Occupy Wall Street. "For years, we've been saying we have to jump over the dead body of the old left," says *Adbusters* co-founder Kalle Lasn. "So I wasn't surprised when things blew up in New York. But when it started spreading, and culminated in over a thousand occupations, yes, that did take me by surprise. After 20 years of talking about another 1968, I'd been feeling a bit despondent."

The tents went up at a moment of wholesale institutional malaise, three years into a grinding recession, when it was becoming apparent to millions of Americans that even the minimal sops doled out to the middle class and its aspirants – school, home, pension, the occasional vacation or doctor's visit – required indenturedness to a financial system whose primary function was to serve as the house bank for the oligarchy's private casino. Graeber, whose book *Debt: The First 5000 Years* has become a foundational text for Occupy, likes to say that if Aristotle could be ferried via time machine to the present day, he'd consider the difference between indebted Americans renting themselves out to their employers and indebted men of his own age selling themselves into slavery nothing but a legal technicality.

Occupy made no promises. It wasn't trying to sell you anything – not hope, not change, not toothless reform. It was simply an elegant gesture of refusal, a way of saying to the system that screwed us all, "I prefer not to." The cultural critic Douglas Rushkoff, whose upcoming book *Present Shock* deals in part with the Occupy movement, says, "For the past three or four hundred years, if you wanted to get the lords in power to agree to something, you had to create these big groups to march on the castle and demand change." Rushkoff sees Occupy as less about goal-oriented, means-to-an-end political activism – what he calls the "mythologically constructed Eyes on the Prize" political movements of the 20th century – and more about enlightenment, a realization that "oh, wait, the feudal lord doesn't genuinely have any right to say what happens to the peasant, and the agreement to grow food for the lord is just that, an agreement."

Various antecedents have been cited, from the Arab Spring to the occupation of the capitol building in Madison, Wisconsin. But as Zoe Sigman, a young member of Occupy Chicago, points out, the true founding father of Occupy, in an anti-hero sort of way, might be President

Contributing editor MARK BINELLI wrote "City of Strays" in RS 1153.

Obama. In 2008, while still an undergraduate, Sigman campaigned for Obama in Iowa, but like many progressives, became disillusioned as "Change We Can Believe In" morphed into "Realpolitik We Can Grudgingly Accept." "For kids raised during the Bush regime, seeing our country go to war and our parents lose their jobs and their houses, we all got so excited about this potential for hope," Sigman says. "The problem with hope is that it's a promise, not an action. And if you don't deliver..." She trails off, then says, "Hope is a dangerous weapon. I don't put my hope in politicians now. I put my hope in people."

After Mayor Bloomberg ordered the razing of the Zuccotti Park encampment in November, Occupy's initial burst of energy dissipated. Most of the activists con-

thetic observers who'd watched in awe as the activists so savvily reclaimed the terms of debate felt betrayed by the movement's apparent lack of staying power. It wasn't fair, of course, to demand instant, structural fortitude of what was, by definition, a leaderless and vaguely defined uprising. Still, the infighting and an absence of discipline emerging from OWS felt symptomatic, to some, of the left's perennial ability to internally debate itself out of seemingly unsquanderable opportunities.

"That's what I'm most afraid of, that this fucking old loony left will reassert itself and destroy us," says Lasn, who just turned 70, and who speaks with an Estonian accent that has the gleefully miserable quality of a Werner Herzog voice-over. "For all of their wrongheaded ideas,

wait until May Day." Celebrated around the world as International Workers' Day, May 1st struck many as the perfect opportunity for OWS to emerge from hibernation and launch a spring offensive, in the form of a nationwide general strike.

In New York, thousands packed into downtown's Union Square, where artists like Tom Morello and Das Racist were staging a free concert. Haywood Carey, a 29-year-old from Chapel Hill, North Carolina, who slept in Zuccotti Park for most of the fall, made his way through the crowd. A refugee from the establishment left, Carey has worked as a union organizer and is a former Democratic Party staffer. He has a teamster's stocky build, and what's left of his hair – a trim beard – is a vivid shade of red. After the messy fight over President Obama's health care bill resulted in a compromised victory with no single-payer option, Carey quit, and spent the next six months in a deep funk, basically sitting on his couch in Chapel Hill and thinking, in his words, "What did I just give the last 10 years of my life and all of the hair on my head for?"

Then Occupy happened. "And," Carey says, "I went, 'Oh! That's it.'" He'd recently broken up with his girlfriend, and so he gave up his apartment, sold his car and hitched a ride to New York. He arrived at Zuccotti Park at seven in the morning, a few weeks in. It felt kind of dead compared to what he'd imagined, because most people were asleep. Then the kitchen opened, and he had some breakfast. Then he went to an information table and asked a couple of basic questions. The woman behind the table said, "I have no idea. This is my first day. Would you like to help?" So he moved behind the table. "That's kind of what Occupy is all about," he says.

Because of his labor background, Carey, who is named after Big Bill Haywood, the union hero and a founder of the Wobblies, had joined the May 1st planning coalition, but eventually felt like he had to step away, unhappy with the direction it was taking. A general strike means, by definition, most workers stay home, and the audacity of Occupy calling for one, with minimal union outreach – it's illegal for union employees to even participate in a general strike – rubbed many the wrong way. It also seemed like a recipe for May 1st to be declared a failure if most people went to work (which is what ended up happening). Occupy eventually tried to dial back its messaging, somewhat lamely claiming that they hoped to "redefine" what a general strike could be – which is sort of like spending a Saturday night at home alone masturbating to Internet porn and then insisting you were actually redefining what an orgy could be.

More significantly, the general strike pointed to continued tensions with the



WHOSE OCCUPY? Marisa Holmes (left) says Occupy should continue as is, while Shen Tong says to become a mass movement, it must focus and make demands.

tinued doing what they'd done while the world was watching – talk – but now, few paid attention. Robbed of its symbolic hub, OWS struggled to maintain focus. People grew frustrated with the endless general assembly meetings, in which anyone who showed up had an equal right to speak and consensus decision-making became an impractical and dispiriting slog. At Occupy Portland, I met a professional stand-up comedian named Arlo Stone. He had sharp, daggerlike sideburns and was raising his children as anarcho-primitivists: largely off the grid, home-schooled, no vaccines. When I asked him if he'd written any Occupy jokes, he said, "Oh, sure. 'How many Occupiers does it take to change a light bulb? I don't know – we're still looking for consensus on if the room is dark, but we're putting together a light-bulb-changing working group and we anticipate a detailed press release sometime over the next week.'"

As one of the mildest winters in recent memory wafted on, Occupy, incredibly, seemed to fade away. Some of the sympa-

the Tea Party had a certain ability to get things done," he continues. "Whereas the left is always in danger of talking itself into the ground. Anyone who's ever been to a lefty meeting knows you go there full of hope, then after three hours of everyone having their moment in the sun, you walk out feeling more hopeless than ever."

IN MANY WAYS, OCCUPY HAD BECOME a victim of its own unbelievable success. Lasn, an apostate from the marketing world, proved genius at branding, but failed to consider the difficulty of managing expectations. For Occupy activists, coming up with an Act Two that could somehow rival its initial novelty and raw excitement seems, in hindsight, as doomed an undertaking as recording a second Strokes album.

Some within the movement felt that in order to recapture the world's attention, another marquee event would be necessary. And so for months now, whenever people asked what happened to Occupy, the thing you'd hear most often was, "Just

organized left. Many of the anarchists in Occupy had a fundamental problem with what they called the "undemocratic" structure of unions and had no issue with offending such a stalwart Democratic ally. Earlier port shutdowns led by Occupy Oakland had already exposed these fault lines, enraging some West Coast union leaders. One high-ranking labor official, who wished to remain anonymous, told me, "These are people who get impatient and frustrated because they don't want to talk to elected leaders. Then they issue these declarations like some fat fuck in Iran issues a *fatwa*. The general strike was a joke. I mean, who gives a shit?"

Though he'd stepped away from the planning, Carey was in high spirits at the rally. He was living nearby now; post-Zuccotti, a wealthy supporter of Occupy had been letting him and his newly reconciled

freedom. And so, to that end, this Occupy splinter group had decided to stage its own illegal "black bloc" march.

Black bloc was proving to be another fissure within Occupy. It is a militant tactic in which masked, black-clad protesters are willing to engage in illegal, sometimes violent, acts (such as the window-smashing that went on during the 1999 anti-WTO protests in Seattle) in the name of revolution. So far, they'd mostly appeared in Oakland, where the general assembly has refused to pledge itself to nonviolence. Because Occupy groups around the country have issued statements of solidarity with Oakland – and continue to defend black bloc, using the euphemistic term "diversity of tactics" – some more-seasoned activists are troubled.

On the Lower East Side, a predictable face-off was taking place. Lining the street

police were clearly not ready to give chase. The mob brought any traffic to a halt as they moved the wrong way along one-way streets, tipping over garbage cans, dragging police barricades in front of cars and pounding on the sides of stalled trucks.

In Chinatown, the Chinese pedestrians – many of whom likely had firsthand experience with the potential societal downsides of actual revolution – seemed variously frightened and unimpressed. At one point, a pudgy black bloc kid, spotting a photojournalist, turned around and clocked him in the side of the head. "No pictures!" he snarled, before running off.

A second black-bloc protester stopped to see if the photographer was hurt and began to apologize. "What the fuck is wrong with you people?" the photographer shouted. There were reports of several other attacks on people taking pictures.

Meanwhile, the black bloc, now slowed to a brisk march, neared the upscale Soho shopping district, where they would disperse after a couple of their number were arrested. The loathsome kid who'd hit the photographer started up a chant.

Kill all the cops
Burn all the prisons
C-O-M-M
Comm-u-nism!

It was strange how far his voice carried, and the way everyone else seemed to fall silent. For a moment, it looked as if he was going to be alone on this one. Then all of the people marching alongside him erupted in laughter and cheers.

B EYOND THE JUVENILE thrill of public misbehavior and fucking with authorities, one would still be hard-pressed to discern any tactical upside to the wildcat march. If Occupy has any interest in winning over hearts and minds, in fact, the march was actively counterproductive. On a practical level, such incidents also make it easier for the police to justify their own outrageous actions.

In the fall, a coordinated nationwide clampdown resulted in the clearing of every major Occupy camp in a matter of weeks. Over 700 OWS activists were arrested on the Brooklyn Bridge; tear gas was used on protesters in Oakland and Seattle. The NYPD, in particular, has taken to treating protesters like suspected terrorists, conducting surveillance on prominent Occupiers. The morning before the general strike, police raided the homes of several New York-area anarchists who'd participated in past Occupy actions, under the flimsiest of pretexts – in one case, an open-container violation that was several years old. There's also been legal harassment: Occupy protesters at the University of California-Davis whose blockade



STREET WAR
Occupy Oakland has refused to renounce violence and openly clashed with the police.

girlfriend (who'd wound up moving into his tent during the Occupation) live in her spacious wine cellar. ("It's bizarre," he says. "I went from Wall Street to the West Village. Now all I see is rich people.") Soon, a jubilant crowd estimated at 30,000 would march into the heart of Wall Street, ending triumphantly with a general assembly in a riverside park not far from the New York Stock Exchange. "You guys might as well max out your credit cards," a friend of Carey's joked. "Capitalism is falling in a couple of hours!"

Further downtown, just a few hours earlier, a more radical group of Occupy activists had gathered in a cement park on the Lower East Side. Years ago, this had been a rough neighborhood; now, the park was flanked by a Whole Foods and an art-house movie theater. To those on the more uncompromising edge of Occupy, the very notion of a "permitted" march was anathema to the anarchic spirit of the movement, which was all about reclaiming public space and exercising radical

in front of the park, an intimidating wall of NYPD officers stood in military formation. On the steps of the park, directly opposing the officers, stood about 200 Occupiers, nearly all of them dressed entirely in black, their faces covered to the eyes with black bandannas. Several held a banner that read, inexplicably, *THE STATE KILLS FAGGOTS: CASTRATE THE STATE*. Others unfurled an even larger banner reading *FUCK THE POLICE*, positioning themselves so they directly faced the officers.

This could not end well. And yet it almost sort of did. The moment the protesters stepped onto the sidewalk, the cops moved in, snatching and arresting a couple of would-be marchers and their banners as the rest of the crowd immediately fell back. Chaos momentarily ensued. And then, almost surely by design, the bulk of the wildcat march began sprinting en masse in the opposite direction, deeper into the park, eventually spilling into the narrow streets of the Lower East Side. It was an impressively wily move, and the

led to the closing of a U.S. Bank branch could, outrageously, be ordered to pay over \$1 million in damages to the bank, while New York's district attorney has been granted the power to subpoena the Twitter feeds of activists.

"If our momentum has faltered, it's important to say why: an insane and illegal crackdown on people exercising their First Amendment rights," says Astra Taylor, a documentary filmmaker who edits the free broadsheet *Occupy! Gazette*. "So has Occupy 'lost' momentum, which implies Occupy dropped the ball all on its own, or has it hit the big ugly wall of state repression?"

The end result – certainly no accident – was that a widely popular protest movement no longer focused on the venality of Wall Street, a point most of us could agree upon. Instead, Occupy would become, in many respects, a protest about its own right to protest – valid, of course, but also a muddying of the message, and one with a less broadly populist appeal.

One of the most vivid examples of the police crackdown took place on the six-month anniversary of Occupy, which happened to fall on an unseasonably warm Saturday in March. It was also St. Pat-

rick's Day, and Zuccotti Park might have been the only public place in Manhattan in which there was no danger of stepping in a puddle of green vomit or being serenaded with a version of "Sunday Bloody Sunday." About 700 people had gathered in the park to celebrate, and by evening, a festive, decidedly mellow air had fallen over the place. It was a clear night, and staring up at the imposing skyscrapers surrounding the park, it was easy to understand why making a stand right here, deep inside enemy territory, must have felt so heroic, like a ragtag guerrilla army billeted at the gates of Mordor.

The fact that a phalanx of police officers were assembled just outside the park lent the party an extra *frisson*. It was telling that, on a holiday dedicated to public drunkenness, the NYPD saw fit to dedicate a significant number of its officers to surrounding a bunch of sober, law-abiding citizens hanging out in a public space.

Shane Patrick, a 32-year-old member of the OWS press team, made his way through the crowd. Patrick grew up in a working-class neighborhood in Queens, first-generation Irish-American. After working for years in the music industry,

Patrick went back to school in 2008; two months later, the economy collapsed, leaving him saddled with a student loan, and though he's now a prime organizer at Occupy, he's still looking for a day job. There are times when he'll be in the middle of submitting résumés for entry-level receptionist positions and then will have to stop to do a phone interview with the BBC.

Tonight, Patrick ran into a group of friends and they began debating whether or not they should stay all night. A sleepy-looking girl with a nose ring said, hopefully, "If being the most radical means being the most tactical, maybe our best tactic will be to get to bed early tonight so we can be more alert tomorrow?"

"That's actually a quote from page 11 of Che Guevara's *Guerrilla Warfare*," Patrick noted dryly.

The cops moved in at midnight. It was an intimidating show of force, a solid wall of about a hundred officers. Over a megaphone, one of them ordered, "Leave the park now or you will be arrested." The vast majority of the Occupiers complied, aside from a core surrounding a tarp who'd decided to force a standoff. I was still in the park when I saw an officer leading away a

WE SHOULD ALWAYS MAKE DEMANDS BY MATT TAIBBI

We're long past the question of whether or not the Occupy movement should make demands. Occupy protesters do make demands, every day. There are so many it's hard to keep track of them all. Out in Berkeley, there was a group called "Occupy the Farm" that demanded an end to the university's use of certain pesticides. Occupy Wisconsin just had its first general assembly: It's demanding an end to iron-ore mining in the state, justice for Trayvon Martin and cancellation of student-loan debt.

Meanwhile, the London-based *Guardian* just ran a piece bylined "The Occupy Movement," listing a very lengthy "Global May manifesto" of demands – universal access to health care, education and a job, the establishment of maximum and minimum income limits and an immediate moratorium on the production and marketing of genetically modified organisms (GMOs). I thought I was part of the Occupy movement and I didn't know anything about this. I barely know what genetically modified organisms are.

But it's all good, because this is the strength of the Occupy movement. What is the Occupy movement? Who's running it? Well, I'm Spartacus, and he's Spartacus too, and so is she, and them over there, and those people in Wisconsin, and in Sweden, and Namibia even.... Occupy is everywhere now, and in every place it has different demands and different rallying cries.



The movement doesn't have a central organization, which means it can't be bargained with and can't be bought off. There will not be any anticlimactic press conferences where some "Occupy Leader" emerges from a four-hour meeting in the White House and announces that tents all around the world are going to be folded up, now that the president has agreed to cut greenhouse gases by six percent and forgive \$21 billion in student loans.

Occupy isn't a physical group of people, but a unifying concept. It's the idea of protest, the idea of doing something instead of sitting at home. There are some general principles protesters tend to agree upon – the 99 percent vs. the one percent, less income inequality, less money in politics – but that's only because 99 percent of the population shares a certain common experience. You can stop an organization, but you can't

stop an idea. And unfortunately for the one percent, people all around the world are all having the same idea now, because the same corruption, greed and civic indifference is in evidence everywhere. In order to stamp it out, they'd have to stop being who they are.

The question of demands comes down to a logistical problem. Would the movement be more effective if it had focused on one thing? Going back to last fall, if Occupiers everywhere had demanded, say, an end to Too Big to Fail banks, would Bank of America have been broken up by now? Maybe, who knows? But I'd rather have Occupy than a tweak or two to the old system. Having so many people awake to the idea that we have to work at being citizens, and take responsibility for our lives beyond the moral cop-out of an increasingly meaningless vote every four years – that's more valuable than any change to any law.

The banks and corporations that are the target of so much venom of late, they've only been doing what we should have been doing all along, which is fighting relentlessly to get the society they want. And that's all Occupy is: the collective realization that in a democracy, we're supposed to govern ourselves. Should we make demands of our government? Yes. Constantly. They can be demands of all shapes and sizes, and they can even contradict each other. But we should make them, which is what we weren't doing before, when we let other people make decisions for us.

young female protester in handcuffs. Suddenly, she reared back and elbowed the cop in the face. She managed to run forward a few feet before the officer tackled her to the ground. The hand of another officer roughly shoved me out of the way as a half dozen cops rushed to the scene and piled on.

As people spilled out of the park, the police funneled everyone down a narrow sidewalk. Someone tripped, and the cops surged forward. I saw one officer violently shove a bearded protester in the chest, like a playground bully. In all, 73 people were arrested, many taken away in commandeered city buses. The following Monday, Bloomberg told reporters, "You want to get arrested? We'll accommodate you."

AROUND THE COUNTRY, LOCAL Occupy groups have wrestled with similar problems. In Chicago, Mayor Rahm Emanuel cracked down mercilessly on an attempted early encampment, which has had the effect of forcing Occupy Chicago to focus more on neighborhood-level direct actions – fighting school closings in poor neighborhoods and tuition hikes at DePaul University. Portland, meanwhile, held down the largest Occupy camp in the country before it was cleared in November, an estimated 500 campers. As one member of Occupy Portland told me, "We just had such a huge base of people ready to be outside – drifter kids, homeless people."

At the end of February, Occupy Portland called for a nationwide day of direct actions targeting the American Legislative Exchange Council, or ALEC. It was a worthy, and sophisticated, goal: Prior to the work of groups like Occupy Portland, ALEC had comfortably operated behind the scenes, lobbying for pro-business, but also explicitly right-wing, legislation on behalf of a corporate membership that included Walmart, Exxon-Mobil and Bank of America, backing everything from Arizona's xenophobic anti-immigration statutes to legal challenges to the Affordable Care Act.

Portland embodied, to me, another of the major hurdles facing Occupy. Like an indie-rock band suddenly catapulted to international superstardom, Occupy was now part of the mainstream, but not necessarily of it. Despite the fact that their movement had become a worldwide sen-

sation, and received visiting dignitaries like Kanye West and Alec Baldwin, many of the core organizers were committed anarchists.

A meeting to plan the Portland march took place at a communal activist house on the outskirts of town. BORED? read a sign on the wall with some envelopes pinned beside it. WRITE TO A POLITICAL PRISONER. One of the housemates was a petite, extroverted redhead in her twenties named Jasmine Zimmer-Stucky. Except for the anarchy symbol pinned to her fleece, she might have stepped out of an REI catalogue. When I arrived, Zimmer-Stucky was showing around her mother, Jacqueline, who was visiting from the Bay Area and planned to participate in the march. "This is your protest pack for tomorrow, Mom," she said, unzipping a backpack. "OK, we've got vegan gluten-free bars, a whistle, pen and paper, gauze,

percent in the towers when they collapsed. When I tell her that's crazy and point out that I've heard similar things from fanatical Muslims, only instead of "one-percenters" they say "Jews," the girl says, "That's probably true too – I wouldn't be surprised. And I'm Jewish."

The march takes place on a cold, rainy day, but still ends up drawing an impressive turnout, nearly 700 people. It's incredibly well-organized, with multiple stops in front of ALEC-affiliated storefronts and office buildings in downtown Portland, many involving elaborate street theater. Aside from some puerile baiting of the police – when mounted officers ride alongside the crowd, a chant of "Get those animals off those horses!" erupts – the tension between the protesters and the motorcycle cops blocking the march from turning down various streets is minimal.

The next day, though, the protest barely



BLACK BLOC
The militant anarchists
of Occupy trouble
many veteran activists.

a 50-50 mix of Maalox and water – you pour this into your eyes if you get pepper-sprayed. Alcohol swabs for tear gas. You want to get another strong scent in your nose. In Palestine, we used onions."

As always, I was impressed by the intelligence and dedication of most of the Occupy activists I met, from the skinny young anarchist spinning out various "Malthusian doom scenarios" of environmental catastrophe to David Osborn, a professor at Portland State University, who tells me, "A whole generation has now been primed for social action. Will it happen this spring? I hope so. But it could be a year from now." To be sure, there are also darker, more conspiracy-minded characters. One night at a bar, another Occupy Portland planner – a woman in her late twenties – starts telling me how 9/11 was an inside job, that there were no bankers or members of the one

received any coverage outside of Portland, and I wondered if the whole exercise had been just another affirmational liberal circle jerk. But by April, pressure on ALEC had continued to build, exacerbated by the revelation that the group promoted the "Stand Your Ground" laws that had come under fire in the wake of the Trayvon Martin shooting. After major corporate members such as Coca-Cola withdrew their support – costing the group hundreds of thousands of dollars – ALEC caved, announcing it would disband its committee for social legislation. The next week, one liberal group announced it was pressing the advantage and challenging ALEC's tax-exempt IRS status, while *The Washington Post* noted that "like the Koch Brothers... [ALEC] has gone from a little-known acronym to a political fireball."

SUCH A CLEAR-CUT VICTORY provides one obvious way forward for Occupy: continued direct actions targeting corporate malfeasance, working in conjunction with existing activist groups. Indeed, around the country, Occupy groups have been staging actions at corporate shareholders' meetings, reclaiming foreclosed homes from banks and organizing on college campuses in opposition to onerous student loans. Carne Ross was drawn to Zuccotti Park around the same time as Haywood Carey, though in many ways their backgrounds couldn't be more different. A dapper 45-year-old Brit who could pass for a Wall Street banker, Ross is a former diplomat who famously resigned his post in protest of the ramp-up to the Iraq War. Since then, he's converted to anarchism and runs a New York nonprofit, working as a sort of diplomatic consultant out of a swank loft space. Ross never spent the night in the park; he has a wife and kids, and admits to initially being "quite put off by the aesthetics of it. 'Occupy' wasn't a word that really sang to me."

But Ross, too, soon found himself enchanted by the possibility of the movement. A trained economist, he decided to start an Alternative Banking working group, with the ambitious plan of setting up an Occupy Bank – built on a cooperative, credit-union model, but operating nationwide. "There's a big Hyde Street retailer in Britain with huge profits, all shared amongst its workers," Ross notes. "Everyone gets eight weeks holiday a year, wonderful pension plans. But culturally, we've been told there's only one model of a company, which is purely profit-driven, where the workers get paid the least possible. In fact, that's not the best model for a sustainable economy, and there's some evidence that shows if you treat your workers better and pay them more, particularly if you give them a stake, then they will perform better. It's kind of obvious."

What's also obvious is that this phase of Occupy, with talk of credit unions and occupying the SEC, while eminently worthy, is also kind of boring, especially when compared to the thrill of Occupy's park phase. Some, though, are ready to move on. "It's easy to go back to the park occupation and fetishize it, in a way," says Occupy Chicago's Brian Bean. "I prefer not to run a mini-society – I want to run society."

To that end, only two days after the May Day march, an Occupy contingent met at a UAW space in Manhattan's Garment District to discuss a week of direct actions, each day targeting a different theme. It was a bit of a hodgepodge of causes – mass incarceration, immigrant justice, food security, the environment – and I couldn't help wondering if someone would come up with a Wall Street-related reason for Free-

ing Mumia. (An activist friend involved in the Iraq War protests once told me the decline of the movement could be traced alongside the number of words they were forced to add to their posters.)

Once the meeting broke off into smaller groups, some familiar tensions arose. In the group I joined, one guy was dressed like such a cartoonish protester (tie-dyed peace-symbol necklace, filthy bare feet), I assumed he was a police infiltrator. But everyone seemed to know him. He kept jumping ahead of other speakers and making irritating objections, to the exasperation of everyone else present. By the end of the 30-minute meeting, ideas have been tossed around, but the main thing that's been agreed upon has been a need to hold another meeting.

Also present at the working group, though, was Lucas Vazquez, who, in the best-case scenario, will be the real future of Occupy. Vazquez is such a freakish-

"THE PROBLEM IS NOT ANARCHISTS," SAYS ONE ACTIVIST. "IT'S DOGMATIC RADICALS. REAL REVOLUTIONARY CHANGE NEEDS TO BUILD A BIG TENT."

ly poised and well-spoken 18-year-old he could be a character from a Wes Anderson movie. He began commuting to Occupy from his home in Huntington, Long Island, even convincing his parents, Argentinian immigrants who'd been radicalized during their home country's brutal dictatorship, to allow him to sleep in the park every other night for a few weeks. "I told them, 'It's for the revolution!'" he says.

Vazquez has been inspired by the workers' collectives that formed in Argentina after the economy collapsed – forming neighborhood assemblies, turning factories into worker-run cooperatives, even creating their own currency. He believes similar models could be put in place here. "The encampment was important in redefining public space, but now I'm worried about where the movement is headed," Vazquez says. "Occupy started as a symbolic action, but there's a point where symbolism has to give way to the real. We need

to start building alternate institutions and saying, 'We're going to replace you, capital. And we have our own structure in place.'"

Marisa Holmes is here, too, hoping to act as a sort of – well, whatever the opposite of a moderating influence would be. The week of actions being discussed tonight has raised concerns, as a number of the organizers present come from more traditional left groups, which Holmes thinks possess an "authoritarian impulse." We sit down in the break room, next to a water cooler, and she looks around and smiles, like she's in the belly of the beast. "A lot of the people here were dismissive of this movement to begin with," she says, lowering her voice. "They came to our early meetings but left because they couldn't control it. Now these same people want to get on the bandwagon."

"Occupy has become a brand now," she continues. "I used to think that was a good thing that it could spread like a meme." She smiles again, but in a more melancholy way. "Now it worries me. Because corporate groups with more resources can take that meme and push it more easily than we can."

Shen Tong, for his part, continues to work with the Movement Resource Group. He's also started his own Occupy group, 99% Solidarity, which is busing activists to Chicago in conjunction with a week of protest surrounding the NATO summit. 99% Solidarity has also issued a list of demands and has called for all of Occupy to make a pledge of nonviolence.

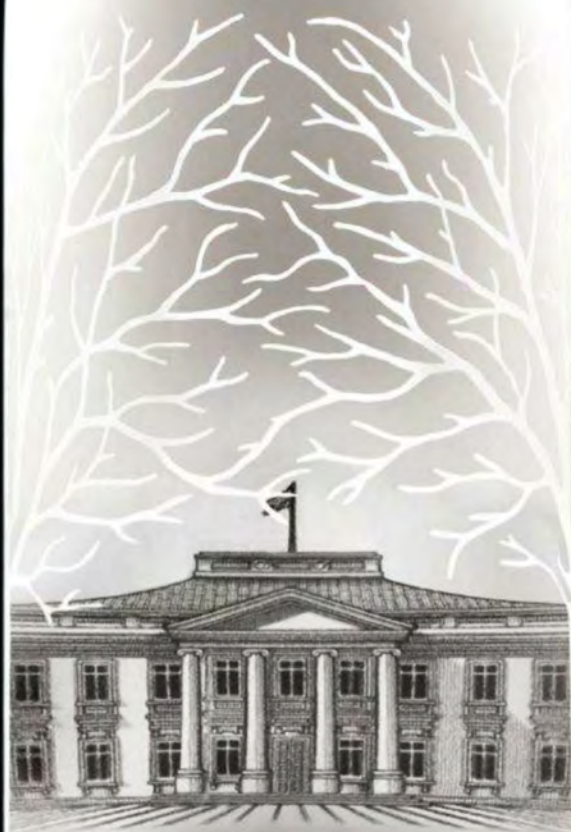
"The problem is not anarchists at all," Shen says. "You need them to keep society honest. It's dogmatic radicals overcompensating for their new, but not terribly deep, understanding of things like anarchism. Struggling with hierarchy, that's a very correct critique. Structure, on the other hand, is necessary. Chomsky – a good anarchist! – will even tell you that a movement needs representation on some scale. Do the math! It's not possible without it."

"What real revolutionary change needs to do is build a big tent," Shen, ever the diplomat, continues. "People worry about co-opting, but I want everyone to co-opt this. Occupy is an idea. People say, 'This is Occupy,' 'No, no, no, this is Occupy,' and that's a good thing. You know, the word 'conspiracy' comes from the Latin. It means 'to breathe together.' Let's breathe the same air."

One thing everyone agrees on is that patience is key. "Look at the civil rights movement – they got the shit kicked out of them for years," says a 26-year-old Occupier from New Jersey named Yotam Moram. "This could all be nothing. But it could also be the beginning of a popular social movement, and if that's the case, these six months are a blip on the map. This will take a long time. Possibly a lifetime." ☐

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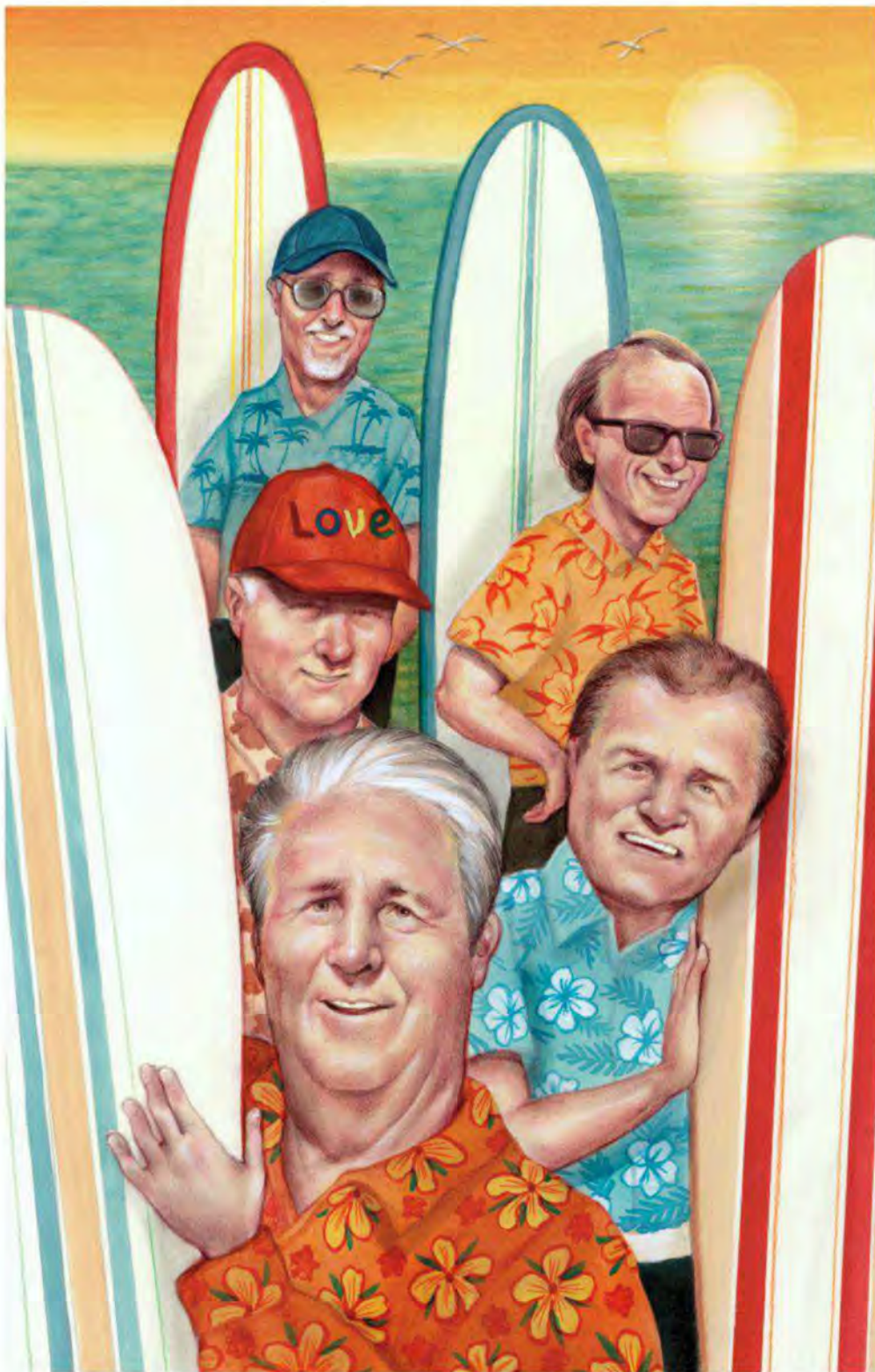
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'Fun, Fun, Fun' Meets Father Time



Brian Wilson returns to the Beach Boys for a breezy nostalgia trip – until clouds roll in



The Beach Boys

That's Why God Made the Radio Capitol/Brother

★★★

BY WILL HERMES

Brian Wilson and the Beach Boys haven't made a record together in 16 years, but their music feels more present than ever. Last year's release of *The Smile Sessions*, which documented Wilson's unfinished late-Sixties masterpiece, was a major event, as was Wilson's 2004 version of *Smile*. The group's harmonies echo through Fleet Foxes' chorales and Animal Collective's stoner jams, their soda-pop song forms are borrowed by indie-rock faux-naifs, and their ambitious arrangements hover over work by Jon Brion, Mark Ronson and pretty much any orchestral-pop producer you can name.

That's Why God Made the Radio sounds a little surreal in this context, like a transmission from an alternate, irony-free universe: 12 songs of Turtle-Waxed melodies and startlingly boyish vocals. But there's a shadow hanging over the proceedings – time, with its sidekicks age and death, issues the Beach Boys seemed designed specifically to dodge. In this way, the album plays like another episode in the longtime struggle between Mike Love's fun-in-the-sun agenda and Wilson's grander, darker themes. It's part class reunion, part Requiem for a Beach Boy.

The album opens with a wordless incantation by Wilson, Love and Al Jardine, with longtime collaborators Bruce Johnston and Jeffrey Foskett (veteran colleague David Marks is also onboard). It's like the start of a church service – and it leads into the title track, a harmony-robed slow dance about the days before Pandora streamed in our Priuses. "Isn't It Time?" is a similarly Love-struck jam that suggests dancing "just like yesterday" over "I Get Around" hand claps. The record's flashbacking first half is cut with humor and self-awareness. "We're back together/Easy money/Ain't life funny," they sing with a wink on "Spring Vacation," adding, for anyone who would knock their hustle, "Hey, what's it to ya?/Hallelujah."

Wilson seems to take charge on the album's darker second half. "Strange World" confesses to being a little baffled by life. The LP's wordless intro is echoed on "Pacific Coast Highway," with a title recalling late brother Dennis Wilson's "Pacific Ocean Blue" and a vision of the highway's end. "Sunlight is fading and there's not much left to say," sings the 69-year-old Wilson over wistful piano chords, adding, "My life/I'm better off alone." The record ends with "Summer's Gone," an accepting embrace of strings and woodwinds that concedes, "We live, then die/And dream about our yesterdays."

Part of a 50th-anniversary reunion that includes a world tour, *That's Why God Made the Radio* is, to some degree, a sugary, brand-claiming nostalgiafest. But thanks to Wilson's return, it's also an ambitious statement – perhaps a final one – on a legacy that's as much defined by confusion and creative cul-de-sacs as by *Pet Sounds*. The album is an uneven but deeply touching work by a clearly flawed Great Band – one that, at its best, always aimed for the heavens, even if it didn't always reach them.

KEY TRACKS: "Strange World," "That's Why God Made the Radio"

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**BORN
THAT WAY**
Spektor

The Sweet and Surreal World of Regina Spektor

Tighter tunes, loopier hooks and tons of emotion: Spektor's flamboyant return

Regina Spektor

What We Saw From the Cheap Seats Sire/Warner Bros.

★★★★½



Spiking piano-driven songs of heartbreak with comic turns of phrase, cartoon voices and beatboxing outbursts, Regina Spektor has become her generation's Joni Mitchell – a singer-songwriter who nail-guns emotional truths between wisecracks. Her latest, even tighter and more flamboyant than 2009's *Far*, may be her best. Exhibit A: "Firewood," which treats mortal illness (a recurring theme for her) with elegant surrealism, imagining a piano used for kindling while boldly telling a comrade to "Rise from your cold hospital bed/I tell you, you're not dying."

Elsewhere, "Ballad of a Politician" is sharp satire, instructing a handshaking officeholder to "Shake it, shake it, baby!" Even apparent novelty songs carry a payload. "Oh Marcello" is a Mafioso narrative with outrageous accents and real pathos; "Open" employs a hysterical gasp for air as a percussive vocal device, to unnervingly powerful effect. "All the Rowboats," which denounces museums as "public mausoleums," is telling, coming from a classical-music defector. But more so is "Small Town Moon," with its mouthful of "baby baby's" and "Whoa!"s, working a delicious metaphor for pursuing your own muse, damn the torpedoes. Here's hoping Spektor never stops. **WILL HERMES**

KEY TRACKS:
"Small Town Moon," "How"



George Harrison

Early Takes Volume 1 UMe

★★★★

Prime rarities and ace covers from Harrison's vaults

Even with just 10 tracks and no session details, this companion to Martin Scorsese's 2011 documentary deserves a brass-band welcome. Six outtakes come from the pre-sumptuous stages of George Harrison's 1970 triumph, *All Things Must Pass*, including a sweet-Nashville reading of "Behind That Locked Door," "My Sweet Lord" as acoustic hosanna and a demo of the title song that betrays its roots in the Band's frontier hymnal. The Bob Dylan and Everly Brothers covers have more sheen but also the intimate grace of the quiet Beatle's Seventies solo prime. This set's subtitle suggests there are more rarities to come; based on the quality here, I propose a full-blown *Anthology*. **DAVID FRICKE**



Killer Mike

R.A.P. Music Williams Street

★★★★½

Southern rap's top political theorist finds his voice

"We're money-hungry wolves and we down to eat the rich," Killer Mike warns, sounding at once like a trap-rap hustler and an Occupy anarchist. This Dirty South fixture has evolved into the Noam Chomsky of the strip club, and his sixth LP is his best blast of down-home invective yet, especially when he takes down societal ills from the inside – as on the slow-rolling meditation on police violence, "Anywhere but Here." Some of his punditry is pure Che T-shirt prattle, but even when he's arguing that there's no difference between Reagan and Obama, his Ice Cube-style bark tumbles down over harried, aggro beats from indie-eminence El-P and hits like a gut punch of revealed wisdom. **JON DOLAN**

TOP SINGLES

Aerosmith Stomp Back

Aerosmith "Legendary Child" ★★½

For the past two decades, Steven Tyler has pushed Aerosmith toward power ballads while Joe Perry has lobbied for hard rock. It seems Perry won the argument for this comeback single, "Legendary Child" – from the band's first studio album in eight years, due this fall – is built on stacks of guitars, though it sounds like the band was too busy blasting away to bother with much of a melody. Instead, you get a so-so tune and Tyler-esque wisdom, like "Sticks and stones will break your bones, or at least will rearrange them." It's great to have the fellas back and getting sweaty, but how about tossing in one of those killer sleaze-rock hooks next time?

ANDY GREENE



THE TOXIC TWINS RIDE AGAIN
Tyler and Perry

Ross: The Teflon Don Unleashes a Quiet Storm

Rick Ross feat. Usher "Touch 'N You" ★★



Ross

"What's the problem with these rappers? They don't know how to play it cool," Usher says on the intro to Rick Ross' latest single. For Ross, playing it cool means having producer Rico Love slow the tempo, bringing in Usher for a sexy chorus, and laying on *my suave rhymes* ("Rose petals on her bed, I walk in unannounced"). As always, high romance is

inseparable from high finance: "She kissin' on me, biting on my bottom lip/In the Galleria all I get is 'Buy me this...50 stacks in her bag so she know it's real.'"

JODY ROSEN

Yeasayer's Soulful Synth-Pop History Lesson

Yeasayer "Henrietta" ★★½



Keating

This Brooklyn band calls its upcoming third LP "demented R&B," and the alluringly weird first single makes good on that promise. Over hot molasses dub bass and flowery keyboard spritz, Chris Keating croons a ballad to Henrietta Lacks, a 1950s cancer patient whose cells were used for the polio vaccine after her death. But he delivers it with feeling –

like they've got a hot date tonight on the astral plane. And the mix of creepy-as-hell crush and first-rate historical research makes for nerd-soul magic.

JON DOLAN

SHORT CUTS

Kitty Pryde

"Okay Cupid"

★★★½

Pryde, a high-school-age Justin Bieber obsessive, is this millisecond's Internet-rap brush fire. But her debut is arresting: Over a sumptuously screwed beat, Pryde floats a drowsy love letter to a drunk-dialing boyfriend, mixing adorable love lines and asides about being cool with his recreational coke use. It's a balance of sugar and danger that goes back to the Shangri-Las. J.D.

track an other-worldly urgency that's well matched to the film's sweetly macabre tone.

MAURA JOHNSTON

R. Kelly

"Feelin' Single"

★★★

Kelly exacts revenge on a duplicitous lover with casual bonhomie: a disco pulse, horn blasts, and the nonchalant trill of a club-hopping Casanova who could net 20 phone numbers by sunrise.

STACEY ANDERSON

Alanis Morissette

"Guardian"

★★★

Morissette's warble still has the power to peel shingles off rooftops. "Guardian" is an oath of fidelity, presumably to a lover, but when she begins yowling the chorus – "I'll be your keeper for life as your guardian" – it sounds like a threat. J.R.

BOOTLEGS

Bruce Springsteen

Prudential Center
Newark, New Jersey

May 2nd, 2012

On the final night of his North American arena tour, Springsteen decided to reach deep into his catalog and dig out "Bishop Danced," a 1972 foot-stomper unplayed since the Nixon administration. It was the highlight of a smoking three-hour show that also featured an impromptu cover of "The Weight" (in honor of Levon Helm), the 1978 outtake "Talk to Me" and an orgasmic "Rosalita" in the encore slot. Nobody can ever fill the giant shoes of Clarence Clemons, but his nephew Jake plays his parts remarkably well – and the rest of the new horn section infuses the show with a whole new energy. The band returns to U.S. stadiums in the fall, but it'll have a hard time topping this first leg.

A.G.

Led Zeppelin

Memorial Auditorium
Mobile, Alabama

May 13th, 1973

This nearly pristine soundboard is the best circulating recording from Zeppelin's 1973 U.S. tour in support of *Houses of the Holy*, even if it cuts off the final two encores of "Heartbreaker" and "Whole Lotta Love." Sure, 28 minutes of "Dazed and Confused" might be a bit much, as is John Bonham's drum solo in "Moby Dick." But "Quarter Mountain Hop," "No Quarter" and "Over the Hills and Far Away" have rarely sounded as majestic. Robert Plant mentions it was Zep's 10th U.S. tour. (It was actually their ninth.) Hey, guys: One more of those tours would be nice.

A.G.



Plant

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Various Artists

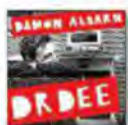
Occupy This Album Razor & Tie

★★★

From Tom Morello to Mogwai, a grab bag of righteous rage

This 99-track *Occupy* benefit shows how far beyond Sixties folk lefty rabble-rousing has come, with hip-hop, electronica and indie rock sitting alongside Pete Seeger and Joan Baez. The comp's high point is unexpectedly ambivalent: the slow-build amp howl of Mogwai's "Earth Division" leading into the battle rattle of the Occupy Wall Street drummers – a one-two punch designed to strike at the rotten heart of capitalism.

JON DOLAN



Damon Albarn

Dr Dee Virgin

★★★½

Blur frontman gets lost at the Renaissance faire

On this solo joint, the ever-adventuring Gorillaz and Blur frontman gets together with the BBC Philharmonic Orchestra and Nigerian drummer Tony Allen for an operatic salute to mysterious Elizabethan alchemist John Dee. An ambitious and unexpected move, sure, but the mix of period strings, vocal choruses and West African percussion (plus Albarn's gloomy score) makes for a dense term paper.

J.D.



Rhett Miller

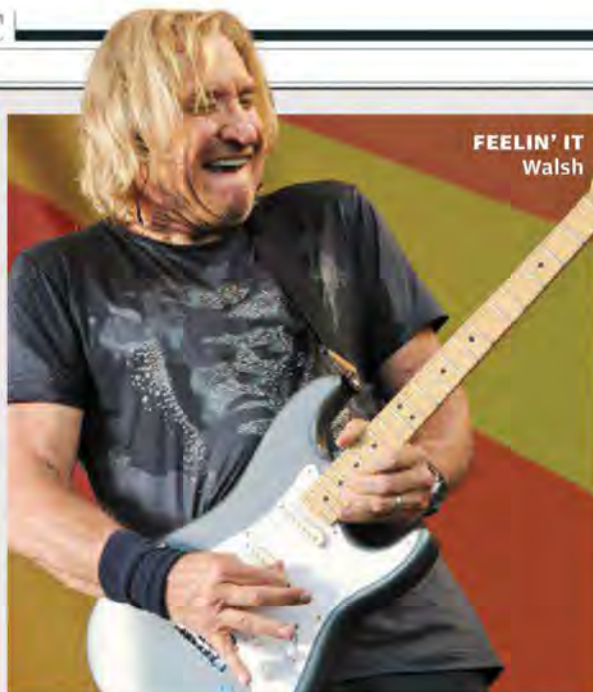
The Dreamer Maximum Sunshine

★★★½

Old 97's guy tackles love with wit, wisdom and ace melodies

There are flashier singer-songwriters than Rhett Miller. But are there better ones? On his fifth solo album, the alt-country stalwart delivers 13 sharp, shapely roots-rock songs, with flashes of surf rock and Brill Building pop surfacing amid the usual twang. As frontman of the Old 97's, Miller always sounded like an old soul; now, at 41, he wears his hard-won wisdom like a pair of old jeans.

JODY ROSEN



FEELIN' IT
Walsh

Still Slinging Riffs and Takin' It Easy

On his solo LP, Joe Walsh turns in laid-back Cali rock and makes the most of sobriety

Joe Walsh *Analog Man* Fantasy/Concord ★★★



"Welcome to cyberspace/I'm lost in a fog," 64-year-old veteran guitar slinger and part-time Eagle Joe Walsh sings on the amiably cantankerous title track to his first solo record in 20 years. I.T. issues notwithstanding, life's clearly been pretty good to Walsh: He's sober ("One Day at a Time"), loves his family ("Family") and still has good command of his guitar chops (check out "Funk 50," a reinvention of the James Gang's 1970 killer "Funk #49," complete with new, care-free lyrics). And Jeff Lynne's production on several tracks (especially the sweet, stock-taking "Lucky That Way") puts a Tom Petty-ready spin on laid-back California rock and has Walsh sounding less isolated from modern times than he thinks he is.

J.D.

KEY TRACKS:
"Funk 50,"
"Family"

ON THE RECORD

RS: Your last solo album came in 1992. What took you so long to make another?

Walsh: The Eagles got back to work and went around the world a couple of times, and I also got sober. I had to rebuild Joe from the bottom up and learn to do everything without vodka.

RS: How was it working sober?

Walsh: It's not a party. It's work. I get more done in the daytime. My lyrics aren't abstract, and I'm not hiding behind my humor. I'm letting people know who the real Joe is, now that I know. It's a little scary.

RS: It's called *Analog Man*. Did you record it analog?

Walsh: No, we recorded it digitally. I'm not saying I'm an old fart who came out of the woods

and is saying analog is better. It's not a judgment. I do know this technology ate the record business, and it ate intellectual property, and I hope it doesn't eat me.

RS: I assume "Funk 50" is a takeoff on "Funk #49," by your old band the James Gang.

Walsh: Last year ESPN called me up and said, "We want a song that sounds like 'Funk #49,' but not that exact song."

RS: Is it more fulfilling to work solo than in the Eagles?

Walsh: Being a part of a band is fulfilling, and Don [Henley] and Glenn [Frey] come up with great stuff to play to. But it's nice to be able to get my brains onto a CD. I think I'm back. It's not going to be another 20 years until the next one.

ANDY GREENE



Azealia Banks

1991 EP Interscope/Geffen/A&M

★★★½

Hot-shit New York rapper sets off a housequake

The long-awaited debut EP from this Harlem MC is four tracks – including her breakthrough single, "212," and more shit talk than you'd get at a Friday-night nail salon – that spin hip-hop backward and forward. Banks kicks things off with chatty Franglais rhymes, but she also quotes A Tribe Called Quest and spits fire over bulbous deep-house jams cooked up by progressive Brooklyn producer Machinedrum. More, please.

WILL HERMES



Nils Lofgren

Old School Vision Music

★★★

Springsteen guitarist gets charmingly cranky on solo LP

Before he hit the road for Bruce Springsteen's latest tour, Nils Lofgren made this weird, funny, crabby LP about seemingly everything that annoys him: Congress, yoga, lattes, sexting, any teen "dressed like a whore." Lofgren switches from acoustic ballads to Stonerish rock, where his voice turns craggy and stubby. He's found the trick to aging well: a bit of rage, a lot of love, and the ability to laugh at yourself.

ROB TANNENBAUM



Sigur Rós

Valtari XL

★★★½

The Icelanders' chilliest LP, with effects and quiet grandeur

Nothing much happens on the instrumental title track of Sigur Rós' latest LP, but it's a layered, gorgeous nothing, lush with nuanced drift and harmonic sweetness. It's the set piece of the group's mellowest LP. Jónsi's exquisite vocals evoke prayers or lullabies, while pecked-out piano melodies play amid dulcimer tones, sonar burps, elf choirs. It's like sacred music of a religion sans dogma or proscriptions. W.H.



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REVIEWS



OLD SOUL
Kiwanuka

Michael Kiwanuka

**Adele-approved crooner reanimates
Sixties folk and R&B on lush debut**

Home Again Cherrytree/Interscope ★★★

**ARTIST
TO
WATCH**

Steeped in the unplugged soul vibe of Terry Callier, Van Morrison and the music Otis Redding didn't live to make after "(Sittin' on) The Dock of the Bay," Michael Kiwanuka is a former London session guitarist who flashes a gentle spirit and a voice like hash smoke on this debut album. Credit its lushness – more indelible than the songs themselves – in part to producer Paul Butler of U.K. indie-rock maximalists the Bees, who helped build remarkable multitrack orchestrations with just a handful of players. See "Bones," with its strings and Jordanaires-style vocals, and "I Won't Lie," whose chord changes recall the holiday hymn "O Come All Ye Faithful" – perfect for a record that radiates like a yule log.

KEY TRACKS:
"Bones,"
"I Won't Lie"

WILL HERMES

KEY FACTS

HOMETOWN London
BACKSTORY Born to Ugandan immigrants, Kiwanuka worked as a session guitarist backing hip-hop acts before his folksy singer-songwriter alter ego gained traction.

Topping the BBC Sound of 2012 tastemakers poll in the U.K. didn't hurt with the latter.
GOOD COMPANY After hearing Kiwanuka's demos, Adele picked him to open her European tour last spring.



Paul and Linda McCartney

Ram: Deluxe Edition

Hear Music/Concord

★★★★½

1971 LP where Macca wiggled out, wonderfully

After his homespun solo debut, Macca shot for the moon on the follow-up – a grand psychedelic ramble full of divine melodies and orchestral frippery. This box set adds B sides, artifacts and a lounge-y instrumental version of the LP. *Ram* sounds ahead of its time – how many indie rockers could pull off such a daffy masterpiece? **SIMON VOZICK-LEVINSON**



The Hives

Lex Hives Disques Hives

★★★

Swedish punks storm back, goofy and very loud

Unlike fellow garage revisionists the White Stripes, the Hives never had any highfalutin art to live up to; the color-coordinated Swedes were here for the lulz. The peaks on their first LP in five years are all goofy id – like "Go Right Ahead," where they cross the Ramones with ELO, then add sax. They lose steam at times, but by the LP's end, their toga party is back pogoing and the neighbors are knocking. **CHUCK EDDY**

QUICK HITS

The best (and worst) of the rest, in 40 words or less

El-P *Cancer4Cure* ★★½

New York rapper-producer El-P's blitzkrieging fourth record is a paranoid reality show - and that's its appeal, from the psychedelic funk of "Drones Over Bklyn" to the nightmarish soldier story "Tougher Colder Killer." **W.H.**

Various Artists *Rock of Ages: Original Motion Picture Soundtrack* ★★★

Want to hear Tom Cruise sing "Paradise City"? How about Catherine Zeta-Jones mauling Pat Benatar's greatest hit? The film version of the musical is mild kitsch-karaoke fun; the real takeaway is how great the 1980s originals were. **JODY ROSEN**



Tom Cruise
in *Rock
of Ages*

The Walkmen *Heaven* ★★½

Originally a second-tier New York garage band, the Walkmen grew into their own large-hearted sound. *Heaven* is their most expansive LP, alternating shaggy ballads with songs like "The Witch," a U2-huge waltz about pondering the future. **JON DOLAN**

Kimbra *Vows* ★★½

On her debut, Kimbra - a.k.a. Go-tye's counterpart in "Somebody That I Used to Know" - sounds like New Zealand's answer to Björk. *Vows* gives R&B a wacky art-rock spin, with a cappella vocal chorales mutating into sumptuous funk pop. **J.R.**



Kimbra

Evans the Death

Evans the Death ★★½

This London band mixes post-Smiths jangle and early-grunge sludge, as Katherine Whitaker explores varying shades of bad romance. Her raw emotion blends with slashing, whirling guitars to inject paralysis with weird power. **MAURA JOHNSTON**

THE DUDS

Scissor Sisters *Magic Hour* ★★½

The hedonistic disco-pop crew connects when it drops its guard (the cheating anthem "Year of Living Dangerously") or wigs out, but the Brit-pop and Elton John moves here feel phoned in. Moderation in pursuit of fabulosity is no virtue. **C.E.**

Keane *Strangeland* ★★½

Keane's nostalgia-drenched fourth disc looks back to their mid-2000s heyday, when they were contenders for Coldplay's sad-rock throne. At times it's catchy, but its maudlin ballads and monochrome synth-pop production are also kind of dull. **J.R.**

Mickey Avalon *Loaded* ★½

This semireformed hustler (and Ke\$ha collaborator) returns with dinky synths and half-baked rhymes about drugs and sex that are as complex as playground taunts - and less clever. **M.J.**

JOE WALSH

ANALOG MAN



The Grammy Award-winning rock 'n' roll legend returns with his first solo album in two decades.

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Tricked-Out Turntables

Four brand-new ways to make your budding vinyl collection truly come alive

Last year, vinyl sales were at their highest since Nielsen began tracking them in 1991. In response, turntable manufacturers are stepping up their game with better sound at lower prices. Any solidly built turntable with an easily replaceable needle can handle that pile of yard-sale leftovers you've amassed, but from USB connectors to anti-skate devices, this new crop offers options galore.

MIKE KOBRIN



POWERFUL PORTABLE

Crosley Revolution USB Turntable

\$150 ★★★★★

This nearly pocket-size (10.9" x 3" x 4.1") turntable runs on six AA batteries. Even so, it's a trove of modern features, including a USB connector for vinyl-to-digital conversion and an FM transmitter for wirelessly sending grooves to any FM radio. The built-in speaker is tiny, but the Crosley Revolution easily hooks up to headphones or any stereo. Good for a den, a bedroom or impromptu backyard-barbecue DJ sessions.

HIGH-END THRILLS ▶

VPI Classic 3

\$6,000 ★★★★★

Built on a massive steel and fiber-board chassis, the Classic 3 is audiophile gear that outperforms turntables that cost twice as much. Albums play with supreme steadiness and zero noise. Setup isn't for the faint of heart, but for quality like this you won't mind futzing with the included pressure gauge, azimuth ring and anti-skate mechanism.



ENTRY-LEVEL AUDIOPHILE ▲

Rega RP1 \$445 ★★★★★½

British company Rega upgraded its entry-level turntable, giving the RP1 a resin platter, vibration-absorbing wood composite plinth and high-end ball bearings. Translation: This is the place to start for audiophile sound at a modest price.



BEST VALUE ▲

Marantz TT42 \$329 ★★★★★½

The TT42 is simple, sturdy and sounds great, without many bells and whistles. It's also a fully automatic player: You just push a button to play LPs and 45s, and the tonearm reseats itself when the record has finished.

MUSIC APPS

Track 8

\$1.99 ★★★★★



Your iPad may be elegant, your iTunes

collection impeccable, but the music app that comes with the leading tablet is kind of runty. Track 8 does the iPad justice, with more comprehensive and intuitive controls, an emphasis on album art and the ability to customize the look. It may not replicate the experience of studying a record sleeve or dropping the needle, but it does make swiping through your music a pleasure.

WerkBench

\$4.99 ★★★★★½



Dreamy types who hear music every-

where - and can't resist picking up a bongo - will obsess over this app, which allows you to record and layer up to 128 samples at once. Tap out a beat, or record a snatch of rhythmic sound, then loop that into the basis for your track. Any noise you make or hear can be massaged into music. Traditionalists might even decide to rap or sing.

ScoreBig Daily

Free ★★★★★



When promoters are left with unsold

concert tickets, they don't want to announce big discounts. This app acts as a back door: You bid on shows, and sellers decide how much they'll accept. (The service, available only in L.A., San Francisco and New York, will soon come to other cities.) And while ScoreBig greases the deal, you don't need to grease their palms - they don't charge any fees.

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GROWN-UPS

Bill Murray, Frances McDormand, Edward Norton, Bruce Willis

Young Love on the Run

Wes Anderson's bittersweet take on first love is something to treasure **By Peter Travers**

Moonrise Kingdom

Jared Gilman, Kara Hayward, Bill Murray

Directed by Wes Anderson

★★★½

IN THE IMMACULATELY DESIGNED, emotionally charged bubble filmmaker Wes Anderson builds around the 1965 New England summer, first love blooms. Sam (Jared Gilman) is an orphan at the mercy of foster parents and his Scout troop. Suzy (Kara Hayward) lives in a lighthouse with three younger brothers, two lawyer parents (Bill Murray and Frances McDormand) and an urge to be free. Sam, she decides, is her man. No one understands their attraction. Hell, they're both 12. He's a string bean in thick glasses, and she's cool enough to wear eyeliner. But Anderson, who wrote the resonant script with Roman Coppola, knows their secret hearts. So when the kids run away to an island they call Moonrise Kingdom, Anderson is right there with them. And thanks to this enchanted ride of a movie, so are we.

Moonrise Kingdom, Anderson's seventh feature, is unlike-

ly to convert those who believe the Texas-born filmmaker is merely a skilled miniaturist. If mannerism is all you see in *Bottle Rocket*, *Rushmore*, *The Royal Tenenbaums*, *The Life Aquatic*, *The Darjeeling Limited* and the animated *Fantastic Mr. Fox*, go lap up the latest big-studio drool. To my mind, Anderson is oxygen in a Hollywood choking from chasing its own greed-driven tail.

Moonrise Kingdom shows a director growing in confidence and maturity. Take the remarkable scene, set on a daylight beach, in which Sam and Suzy first kiss – using tongues and groping awkwardly. Given the underage actors, the moment could have been borderline kiddie porn. But Anderson handles it with a sensitivity and an unembarrassed openness that evoke the style of François Truffaut, in classics such as *The 400 Blows* and *Small Change*. Anderson is also expert at using humor as a gateway to deeper feelings. When Suzy mentions love, Sam is pleased but

exasperated ("You don't know what you're talking about"). Newcomers Gilman and Hayward stay allergic to sweet and cute, catching the exhilaration and cartwheeling confusion of being young and in thrall to each other.

Adults soon intrude on their paradise. There's a hurricane coming, announces the film's narrator (a delightful Bob Balaban). The scoutmaster (an engagingly wacked-out Edward Norton) organizes a search party with the help of his chief (Harvey Keitel) and cousin Ben, a scam artist in scout's clothing played by a stellar Jason Schwartzman, evoking

his iconic role as Max Fischer in *Rushmore*. The police captain (a becomingly non-macho Bruce Willis) is also on the case, pressured by Suzy's mom, with whom he's having an affair.

The top-tier cast, including Tilda Swinton as a character called Social Services, may be star overload, but each actor performs small miracles. Murray and McDormand excel at showing a faltering marriage in microcosm. "Stop feeling sorry for yourself," she tells her husband, each in a separate bed. "Why?" says he, instilling one word with a lifetime of meaning. On children, they're agreed: "We're all they have, and it's not enough."

As the hurricane whips up a perhaps too busy climax, Anderson links the everyday and the extraordinary with virtuoso artistry. Shot with a poet's eye by Robert Yeoman and lifted by an Alexandre Desplat score that samples Mozart, Hank Williams and Benjamin Britten, the hilarious and heartfelt *Moonrise Kingdom* is a consistent pleasure. By evoking the joys and terrors of childhood, it reminds us how to be alive.



KIDS
Kara Hayward, Jared Gilman

The Dictator

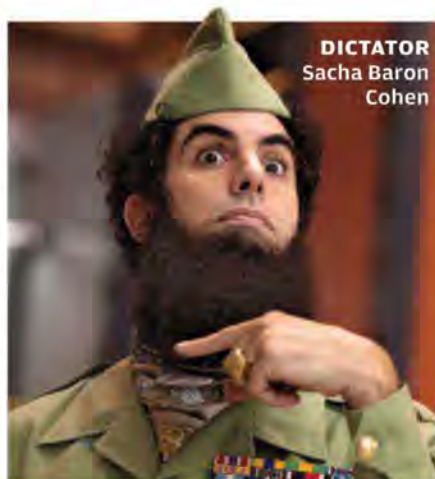
Sacha Baron Cohen

Directed by Larry Charles

★★½

SAY IT ISN'T SO. IS SACHA BARON COHEN, a.k.a. Ali G, Borat and Brüno, actually starring in a movie with a semicoherent plot? Seems like it. There's not a mock-doc, improvised, caught-on-the-fly, "gotcha!" moment in all of *The Dictator*. Baron Cohen wrote the linear script with Alec Berg, David Mandel and Jeff Schaffer. And Larry Charles, who directed *Borat* and *Brüno*, stages every scene with emotional maturity and military precision. Hell, I'm lying. *The Dictator* zigs and zags through its scant 84 minutes as if running wild to save its crazy ass. Oddly enough, this is a good thing. Even with a blueprint to follow, the Cambridge-educated Baron Cohen is always best when he jumps the fences of comedy. That's why *The Dictator* leaves you laughing helplessly. It starts at outrageous and rockets on from there. Screw the occasional sputter.

Baron Cohen plays Admiral General Haf-faz Aladeen, dictator of the fictional North African country of Wadiya, with a beard as bogus as his accent. The Supreme Leader lives to oppress, launching a reign of terror from his palace; that is, when he isn't boffing visiting Hollywood royalty (Megan Fox cameos amusingly as herself). On a trip to New York, Aladeen takes crap from



DICTATOR
Sacha Baron Cohen

a hotel manager (a terrific John C. Reilly), who mistakes him for an Arab. "You're all Arabs to me," says the manager, "the blacks, the Jews, those blue, tree-hugging queers in *Avatar*." In a short time, Aladeen's second-in-command, Tamir (Ben Kingsley barely suppressing a giggle), has shaved his ruler's beard and stripped him of power. Eddie Murphy covered similar ground in 1988's *Coming to America*, but Baron Cohen doesn't play it nearly as gentle. Forced to live in disguise as a commoner on the mean streets of Manhattan, Aladeen resents being gamed out of his throne by Tamir and Efawadh (Baron Cohen again), an idiot body double. He plots revenge with

the help of Nadal (Jason Mantzoukas is a hoot), a nuclear expert he thought he had executed back home. Sexual arousal comes in the hairy armpits of Zoey (Anna Faris), a left-wing Brooklyn zealot preaching organic veggies and "death to Aladeen" (not knowing he's the man she's falling for). "I love it when women go to school," says Aladeen. "It's like seeing a monkey on roller skates: It means nothing to them, but it's so adorable for us."

The better gags, including Zoey schooling her new squeeze in the how-to of jerking off and Aladeen panicking American tourists during a chopper ride over Manhattan, lead up to a stingingly funny climax in which Aladeen gives his big speech about dictatorship. The fearless satirist in Baron Cohen is alive and well in this killer sequence, which dodges soothing convention and ultimately merits comparisons to the Marx Brothers' *Duck Soup* and Charlie Chaplin's *The Great Dictator*. "You don't know how good you have it here," says Aladeen to the heart of democracy. In his country, he claims, the top one percent control all the wealth, and a dictator can declare war with impunity, even on the wrong country. Talk about laughs that stick in the throat.

Battleship

Liam Neeson, Rihanna, Taylor Kitsch

Directed by Peter Berg

★

CONFESSION: I'M USUALLY IN PETER Berg's corner. *Friday Night Lights*, *The Kingdom* and *Hancock* all show a director with a wild streak Hollywood can't totally tame. But *Battleship*, based on Hasbro's naval-combat game, shows Berg trying to transform into demon box-office machine Michael Bay. Can you aim lower? *Battleship* is all noise and crashing metal, sinking to the shallows of Bay's *Armageddon* and then digging to the brain-extinction level of the *Transformers* trilogy.

No wonder the cast gives up on acting. It's not that screenwriting brothers Erich and Jon Hoeber (*Red*) don't put words in their mouths. The problem is, they do. "I've got a bad feeling about this," says Alex Hooper (Taylor Kitsch), a Navy lieutenant stationed in Oahu, Hawaii, who gets caught up in an alien invasion at sea. Alex is a screw-up. He's dating Sam (Brooklyn Decker), the hottie daughter of the admiral (Liam Neeson) who hates him. And he knows his captain brother, Stone (Alexander Skarsgård), is a way-better badass. So while Sam stays on land with paraplegic Army veteran Mick (real-life Iraq hero Gregory D. Gadson) to make sure these E.T.s don't phone home, Alex and his weapons specialist (Rihanna, of all people) take aim at the muthafuckers. Actually it's just "muthas," thanks to a PG-13 rating. Berg panders shamelessly for the big finish, enlisting the real WWII bat-

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tleship *USS Missouri*, and its old-school crew. Way to go, *Battleship*: Take the crassest of cynical junk, slather it in jingoism and sell it as rah-rah fun for right-wingers.

The Intouchables

Omar Sy, François Cluzet

Directed by Eric Toledano and Olivier Nakache

★★½

LIKE JERRY LEWIS, THIS French buddy comedy is a huge hit with Gallic audiences. Senegalese actor Omar Sy, whose sublimely funny and touching performance won the French Oscar, is spectacular as Driss, an ex-con hired to care for Philippe (François Cluzet), a rich white widower paralyzed after a paragliding accident. *The Intouchables*, an awkward title that translates as "untouchable," is seriously silly business. Co-written and directed by Eric Toledano and Olivier Nakache, the film is based on a true story, except that the real caregiver is Arab, not black. There is a strongly vocal contingent among critics who find it cringeworthy and racist to watch a Magical Negro teach whitey to loosen up by boogieing down to Earth, Wind and Fire at a party. I'll leave you to call it as you see it. What I see in *The Intouchables*, already slated for a U.S. remake by the Weinstein Company, is a tasty bonbon

ODD COUPLE
Omar Sy nurses
François
Cluzet.

spiked with mirth but light on malice. Crude? Maybe. Insensitive? You bet. But Sy and Cluzet are superb actors who demolish stereotypes about race and social class by finding a common humanity in their characters. Acting this good forgives a lot of sins.

Men in Black 3

Will Smith, Tommy Lee Jones, Josh Brolin

Directed by Barry Sonnenfeld

★★½

THE ALIEN-BUSTERS ARE back, baby. Will Smith and Tommy Lee Jones still rock that *Reservoir Dogs* look as two secret agents in the extraterrestrial waste-disposal business. But, jeez, we haven't seen these dudes in 10 years. My memory is that the first *Men in Black*, in 1997, hit all its marks as creature-feature farce. Five years later, though, the sequel was a giant yawn. The good news is that director Barry Sonnenfeld has reassembled the troops to mostly gangbusters effect. Yeah, *Men in Black 3* (in 3D, yet) suffered production delays, a budget that ballooned to \$215 million, and 215 million script revisions (I'm kidding, barely). It was Smith himself who had the idea to send his character, Agent J, back in time to 1969 to stop Boris the Monster (*The Flight of the Conchords'* Je-maine Clement) from assassinating Jones' Agent K. Don't panic, I've seen the movie and I still don't get it. What works, like comic hellfire, is the casting of Josh Brolin as the young Agent K. Brolin's take on Jones' deadpan delivery (they co-starred in *No Country for Old Men*) is spot-on and spectacularly funny. Better yet, Brolin brings in a true actor's grace, adding humor and heart that help explain the origins of Agent K's moody blues. Jones disappears for most of the second half, but not before he and Smith trade barbs and slaughter E.T. scum. The effects are cheese-whizzy fun, but it's the unexpected spark between Smith and Brolin that makes *MiB3* primo summer fun. Way cool.



THERRY VALLETOUT/THE WEINSTEIN COMPANY

Legal Notice

If you purchased ice cream
containing alkalized cocoa labeled

Ben & Jerry's All Natural

between September 28, 2006 and March 30, 2012,
or

**Breyers All Natural or Breyers Smooth &
Dreamy ½ Fat All Natural**

between November 4, 2004 and March 30, 2012,
you could get a payment from a
class action settlement

Para una notificación en Español, llamar o visitar nuestro website.

Two settlements have been proposed in class action lawsuits alleging that Ben & Jerry's Homemade, Inc. and Conopco, Inc. d/b/a UNILEVER, GOOD HUMOR-BREYERS, and BREYERS ("Unilever") mislabeled their ice cream products as "all natural" when they contained synthetic ingredients.

The United States District Court for the Northern District of California authorized this notice. Before any money is paid, the Court will have a hearing to decide whether to approve the settlements.

Who is Included?

All consumers who purchased ice cream containing alkalized cocoa labeled Ben & Jerry's All Natural between September 28, 2006 and March 30, 2012, or Breyers All Natural or Breyers Smooth & Dreamy ½ Fat All Natural between November 4, 2004 and March 30, 2012.

What Is This About?

The lawsuits claim that, Ben & Jerry's and Breyers have represented their Ice Cream products as being "all natural" despite the fact that they contain alkalized cocoa – a non-natural processed ingredient that contains potassium carbonate, a man made, synthetic ingredient.

What do the Settlements Provide?

The Settlements provide restitution of \$5,000,000 for Ben & Jerry's Class Members and \$2,500,000 for Breyers Class Members. Class Members who timely submit valid Claim Forms are entitled to receive a cash payment of two dollars (\$2.00) per unit of Ben & Jerry's or Breyers Ice Cream purchased. Class members who claim for more than three (3) units of ice cream must submit proof of purchase.

The details of the Settlements are set forth fully in the Settlement agreements, which are available for review at www.icecreamsettlement.com.

Who represents you?

The Court appointed the law firms Stember Feinstein Doyle Payne & Kravec, LLC, Braun Law Group, P.C., the Law Offices of Janet Lindner Spielberg and Gardy & Notis, LLP to represent you as "Class Counsel."

What are your options?

If you don't want to be legally bound by the Settlements, you must exclude yourself by August 15, 2012, or you won't be able to sue, or continue to sue, Unilever or related parties about the legal claims in this case. If you exclude yourself, you can't get money from these settlements.

If you stay in either Settlement, you may object to it by August 15, 2012. The detailed notice explains how to exclude yourself or object.

The Court will hold a hearing at 9:00 a.m. on September 12, 2012 at the United States District Court for the Northern District of California, located at the Oakland Courthouse, 1301 Clay Street, Oakland, CA 94612 before the Honorable Phyllis J. Hamilton in Courtroom 3, 3rd Floor. The Court will consider whether to approve the Settlements and whether to grant Co-Lead Counsel's request for attorneys' fees and costs of \$1,250,000 for the Ben & Jerry's Settlement and \$625,000 for the Breyers Settlement. You do not need to retain an attorney or attend the hearing, although you have the right to do so.

How can I get more information?

You can get a detailed notice and other information by calling toll free 1-800-870-7192, visiting www.icecreamsettlement.com, or writing to Claims Administrator, c/o Rust Consulting, Inc., PO Box 2697, Faribault, MN 55021-9697.

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"Payphone" A&M/Octone
- 2 Gotye**
"Somebody That I Used to Know" Samples 'N' Seconds/Fairfax
- 3 Carly Rae Jepsen**
"Call Me Maybe" Schoolboy/Interscope
- 4 Justin Bieber**
"Boyfriend" RBMG/Schoolboy/Island
- 5 fun.**
"We Are Young" Fueled by Ramen
- 6 Flo Rida**
"Wild Ones" Poe Boy/Atlantic
- 7 Nicki Minaj**
"Starships" Young Money/Cash Money
- 8 One Direction**
"What Makes You Beautiful" Syco/Columbia
- 9 Jennifer Lopez**
"Dance Again" Epic
- 10 2 Chainz**
"No Lie" Def Jam

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COLLEGE RADIO TOP 10 ALBUMS

- 1 Best Coast**
The Only Place Mexican Summer
- 2 Jack White**
Blunderbuss Third Man/Columbia
- 3 Beach House**
Bloom Sub Pop
- 4 Spiritualized**
Sweet Heart Sweet Light Fat Possum
- 5 Alabama Shakes**
Boys & Girls ATO
- 6 Father John Misty**
Fear Fun Sub Pop
- 7 The Shins**
Port of Morrow Aural Apothecary/Columbia
- 8 M. Ward**
A Wasteland Companion Merge
- 9 Toro Y Moi**
June 2009 Carpark
- 10 Dr. John**
Locked Down Nonesuch

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From the Vault

RS 240, June 2nd, 1977

TOP 10 SINGLES

- 1 Stevie Wonder**
"Sir Duke" Tamla
- 2 KC and the Sunshine Band**
"I'm Your Boogie Man" T.K.
- 3 Fleetwood Mac**
"Dreams" Warner
- 4 Marvin Gaye**
"Got to Give It Up (Pt. I)" Tamla
- 5 Bill Conti**
"Gonna Fly Now (Theme From Rocky)" United Artists
- 6 Climax Blues Band**
"Couldn't Get It Right" Sire
- 7 Kenny Rogers**
"Lucille" United Artists
- 8 Andrew Gold**
"Lonely Boy" Asylum
- 9 Foreigner**
"Feels Like the First Time" Atlantic
- 10 Leo Sayer**
"When I Need You" Warner



On the Cover

"I look at [CSNY] this way. I suppose you're crawling through the desert, you haven't had a drink in days, you're parched, dehydrating. And then you remember you drank from this deep, crystal blue oasis. Would you go back there or what?"

—David Crosby

ROLLING STONE (ISSN 0035-791X) is published biweekly except for the first issue in July and at year's end, when two issues are combined and published as double issues, by Wenner Media LLC, 1290 Avenue of the Americas, New York, NY 10104-0298. The entire contents of ROLLING STONE are copyright © 2012 by ROLLING STONE LLC, and may not be reproduced in any manner, either in whole or in part, without written permission. All rights are reserved. Canadian Goods and Service Tax Registration No. R125041855. International Publications Mail Sales Product Agreement No. 450553. The subscription price is \$39.96 for one year. The Canadian subscription price is \$52.00 for one year, including GST, payable in advance. Canadian Postmaster: Send address changes and returns to P.O. Box 63, Malton CFC, Mississauga, Ontario L4T 3B5. The foreign subscription price is \$80.00 for one year, payable in advance. Periodicals postage paid at New York, NY, and additional mailing offices. Canada Post publication agreement #40683192. Postmaster: Send address changes to ROLLING STONE Customer Service, P.O. Box 62230, Tampa, FL 33662-2230.

Top 40 Albums

- 1 1 Carrie Underwood**
Blown Away 19/Arista Nashville
- 2 4 ↑ Adele**
21 XL/Columbia
- 3 6 Lionel Richie**
Tuskegee Mercury Nashville
- 4 3 NOW 42**
Various Artists Universal/EMI/Sony Music
- 5 2 Norah Jones**
...Little Broken Hearts Blue Note
- 6 NEW Silversun Pickups**
Neck of the Woods Dangerbird
- 7 8 One Direction**
Up All Night Syco/Columbia
- 8 7 Jack White**
Blunderbuss Third Man/Columbia
- 9 NEW Tank**
This Is How I Feel Mogame/Atlantic
- 10 13 Luke Bryan**
Tailgates & Tanlines Capitol Nashville
- 11 12 Gotye**
Making Mirrors Samples 'N' Seconds/Fairfax
- 12 5 B.o.B**
Strange Clouds RebelRock/Grand Hustle/Atlantic
- 13 9 Smash**
Soundtrack NBC/Columbia
- 14 15 Jason Mraz**
Love Is a Four Letter Word Atlantic
- 15 25 Rascal Flatts**
Changed Big Machine
- 16 NEW Mary Mary**
Go Get It My Block/Columbia
- 17 NEW Keane**
Strangeland Universal Island/Cherrytree/Interscope
- 18 NEW Karmin**
Hello (EP) Epic
- 19 19 Eric Church**
Chief EMI Nashville
- 20 29 Adele**
19 XL/Columbia
- 21 17 Nicki Minaj**
Pink Friday: Roman Reloaded Young Money/Cash Money
- 22 14 Lee Brice**
Hard 2 Love Curb
- 23 23 Jason Aldean**
My Kinda Party Broken Bow
- 24 24 Bonnie Raitt**
Slipstream Redwing
- 25 16 Kip Moore**
Up All Night MCA Nashville
- 26 38 Lady Antebellum**
Own the Night Capitol Nashville
- 27 22 Train**
California 37 Columbia
- 28 11 Avengers: Assemble**
Soundtrack Marvel
- 29 18 Beastie Boys**
Licensed to Ill Def Jam
- 30 44 Laura Story**
Blessings Fair Trade/Columbia
- 31 10 Marilyn Manson**
Born Villain Hell, etc./Timeless/Shamrock Solutions/Cooking Vinyl
- 32 31 Rihanna**
Talk a Talk SRP/Def Jam
- 33 41 Whitney Houston**
Whitney: The Greatest Hits Arista
- 34 43 Blake Shelton**
Red River Blue Warner Bros. Nashville
- 35 46 Kelly Clarkson**
Stronger 19
- 36 27 Alabama Shakes**
Boys & Girls ATO
- 37 28 Think Like a Man**
Soundtrack Epic
- 38 33 Drake**
Take Care Young Money/Cash Money
- 39 40 Of Monsters and Men**
My Head Is an Animal Universal Republic
- 40 26 The Black Keys**
El Camino Nonesuch



Carried Away

Idol's country superstar has another smash hit. Her fourth album - featuring the revved-up single "Good Girl" - sold 387,000 LPs in two weeks.



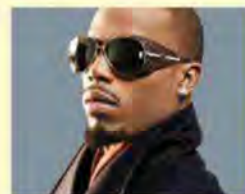
Don't Know Why

Jones teamed with producer Danger Mouse for her fifth LP. It's sold 170,000 copies in two weeks - 41 percent less than 2009's *The Fall*.



Good Day Sunshine

L.A. alt-rockers Silversun Pickups scored their highest chart debut with their third LP, which moved a solid 41,000 copies in its first week.



What About Bob?

Rapper B.o.B's second LP features guest spots from Taylor Swift, Lil Wayne and Morgan Freeman (huh?). It sold 101,000 copies in two weeks.

00 Chart position on May 16th, 2012

00 Chart position on May 9th, 2012

NEW New Entry ↑ Greatest Gainer
2ND Re-Entry

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Kid Rock's latest release, *Born Free*, was his sixth consecutive platinum-selling studio album, and his most critically acclaimed to date. He is currently in the studio working on his next album, due out in the fall.

kidrock.com



KID ROCK

PERFORMING LIVE JUNE 1 // BOSTON, MA
GET AN EXCLUSIVE DOWNLOAD OF KID ROCK COVERING "PINK HOUSES"



AS HE PUTS IT, HE IS "THE BAD DUDE AND THE GOOD DUDE"

He's Midwest hip-hop and heavy metal. Country rock and rap rock. And with that kind of genre-bending, platinum-selling talent, this is unequivocally a "kid" who's never colored

inside the lines.

Kid Rock wears a lot of hats, but he always wears bold choices on his sleeve. "We try to make every tour different. We just did a club run where we just take our stuff and set up on stage. But then other times, it looks like all hell broke loose with girls dancing, flames shooting up, video montage ... I like to go back and forth."

He remembers getting the music bug this way: "I used to sit in front of my parents' 70s record player, you know one of those big wood things, and I'd sit there and I'd get out some pots and pans and beat along."

At just 17, Kid Rock was in the studio recording his first album. Today, 20+ years

later, he is putting the finishing touches on his latest. Back then, he says, "I didn't know which way the world was, up or down. But it was such an exciting time because I was so green and everything was brand new. Even getting kicked down: I'd get kicked down, but I'd get right back up."

As for his hometown of Detroit, he's doing what he can to get the city "back up" and is one of its avid supporters. The shows he does there "feel bigger than me and my music. It's a celebration of the town, and the people. And every year tops the year before because we always try to go above and beyond."

His "re-mix" for the Jim Beam® Live Music Series of the clas-

sic anthem "Pink Houses" was influenced by circumstances while playing for the troops: "I think we were in the UAE, very small setting, couldn't take a lot of instruments, so we had to think about going acoustic with it." Striking familiar notes for these men and women was important to Rock because "I just wanted them to have a good time, hearing some stuff they would know."

As someone who has now logged serious time in the music industry, he has this advice to those trying to break through: "If you write great songs that move people, it will take off like a rocket ship. It is that simple. Write great songs."



Daughtry's new album, *Break The Spell* available now - daughtryofficial.com

DAUGHTRY

PERFORMING LIVE JUNE 7 // DENVER, CO
GET AN EXCLUSIVE DOWNLOAD OF DAUGHTRY COVERING "ROCKET MAN"



IT WAS HIS AUDITION TO THE WORLD

Because when you are doing all you can to make it as a musician—but still not getting in front of the right people—you've got to go big, and you've got to go bold.

Chris Daughtry did just that

when he took the stage on a certain television show that unearths great, unsigned talent. The payoff? His very first post-TV show album became the fastest-selling rock debut in Soundscan history. But the artist has remained humble: "It's kind of surreal to me still. There are so many great rock bands out there. To have that under our belt, we're honored."

His path to rock superstardom began like so many others, after experiencing a live performance by a band he loved. "I think I was 17, and I'd been messing around on a guitar trying to write songs. And then I saw my favorite band at the time live. I remember saying 'That's it. That's what I want to

do.' It sucked me in instantly."

Daughtry's work ethic and confidence were solid from the get go. He knew he had the potential, a clear vision for his music, and experience playing the club and bar scene for years. "But I always believed I could go way beyond that."

Daughtry admits to a personal, emotional connection to the song "Rocket Man," his Jim Beam® Live Music Series cover choice. "There's no normalcy to being out on the road sometimes. So it does feel like being in space. You're sort of disconnected from the 'world,' from friends, from family." He's made the version his own by changing up the piano arrangement and replacing it with a bluesy guitar

treatment. "But I've stuck with the melody; that's what makes it special."

His best advice for would-be rockers? "I always say this and maybe it is redundant, but do the music you love. And people will either like you for that or hate you for that. Either way, they'll at least know why. Because chasing trends isn't going to get you anywhere."

Well said.



JIM BEAM



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BOLD CHOICES HELPED
DEFINE THEIR SOUND

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STARRING SOME OF THE MOST
INNOVATIVE AND FEARLESS
ARTISTS ON TOUR TODAY

LIVE MUSIC SERIES

There will always be those who heed convention, avoid risks and follow the crowd. And then there are *others*. The artists selected for the Jim Beam® Live Music series are those others. Pushing boundaries, making choices that go against the grain . . . proving that when you are confident, decisive and bold, great things happen.

This series profiles six standout recording artists who live that philosophy. And each has been asked to select and reimagine a song from **Rolling Stone: The 500 Greatest Songs of All Time**.

◀ **PROFILES IN BOLD** READ ON TO LEARN ABOUT TWO OF THE LIVE MUSIC SERIES ARTISTS



KID ROCK
JUNE 1
BOSTON, MA

DAUGHTRY
JUNE 7
DENVER, CO

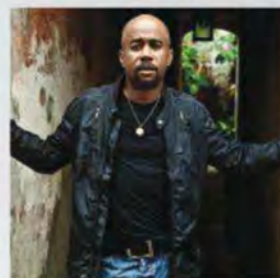


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DOWNLOADS FROM EACH OF THE LIVE MUSIC SERIES ARTISTS, GO TO

JIMBEAM.COM/LIVEMUSICSERIES



DAVID GRAY
JUNE 30//CHICAGO, IL



DARIUS RUCKER
JULY 24//DALLAS, TX



BUSH
AUGUST 2//TAMPA, FL



TRAIN
AUGUST 18//PHILADELPHIA, PA

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